

Outcome of the resolutions put to the Annual General Meeting of The Dons Trust on Monday 19 December 2022:

Resolution 1: Approval of minutes of the SGM on 25 May 2022

	In Person	Online	Proxy	Total
For	17	40	67	124
Against	0	0	0	0
Abstain	0	7	0	7
%age of votes cast in favour	<input type="text"/>			95%
%age of votes required to be passed	<input type="text"/>			Simple majority
Outcome of resolution				Passed

Resolution 2: Approval of minutes of the SGM on 13 October 2022

	In Person	Online	Proxy	Total
For	23	37	68	128
Against	0	0	0	0
Abstain	0	10	0	10
%age of votes cast in favour	<input type="text"/>			93%
%age of votes required to be passed	<input type="text"/>			Simple majority
Outcome of resolution				Passed

Resolution 3: To approve the Society's annual report and accounts for the year ended 30 June 2022

	In Person	Online	Proxy	Total
For	31	46	68	145
Against	0	0	0	0
Abstain	0	6	0	6
%age of votes cast in favour	<input type="text"/>			96%
%age of votes required to be passed	<input type="text"/>			Simple majority
Outcome of resolution				Passed

Resolution 4: Reappointment of BDO LLP as auditors of the Society for the year to 30 June 2023

	In Person	Online	Proxy	Total
For	33	47	66	146
Against	1	3	1	5
Abstain	0	2	0	2
%age of votes cast in favour	<input type="text"/>			95%
%age of votes required to be passed	<input type="text"/>			Simple majority
Outcome of resolution				Passed

Resolution 5: To approve the amendments to clause 56 and clause 61 of the Dons Trust Constitution to change Board members' term lengths from 2 to 3 years.

	In Person	Online	Proxy	Total
For	36	41	62	139
Against	0	12	6	18
Abstain	2	2	0	4
%age of votes cast in favour	<input type="text"/>			86%
%age of votes required to be passed	<input type="text"/>			2/3 of those voting
Outcome of resolution				Passed

Resolution 6: To approve the amendment to clause 58 of the Dons Trust Constitution to insert a limit such that an elected member of the Society Board who has been in office continually for 9 years after December 2022 shall be ineligible to stand for re-election for one year after reaching that 9 year point.

	In Person	Online	Proxy	Total
For	32	42	63	137
Against	0	12	5	17
Abstain	2	4	0	6
%age of votes cast in favour	<input type="text"/>			86%
%age of votes required to be passed	<input type="text"/>			2/3 majority of those voting
Outcome of resolution				Passed

Resolution 7: To approve the amendments to clause 77 of the Dons Trust Constitution to change the composition of any subsidiary board other than AFC Wimbledon Ladies FC limited, such that the subsidiary Board will be made up as follows: an AFC Wimbledon Chair as appointed from time to time by the Society Board, 2 directors representing minority shareholders, 3 directors who are Society Board members and up to 6 non-executive directors appointed for specific knowledge and experience. For AFC Wimbledon Ladies FC Limited there must be one member of the Society Board and one member of the AFCW PLC Board represented on its Board.

	In Person	Online	Proxy	Total
For	35	28	63	126
Against	1	19	5	25
Abstain	0	6	0	6
%age of votes cast in favour	<input type="text"/>			80%
%age of votes required to be passed	<input type="text"/>			2/3 of those voting
Outcome of resolution				Passed

Resolution 8: To further approve the amendment to clause 77 to provide for a block vote such that where all the Society Board members on the AFCW PLC Board, who are voting, vote against any PLC Board resolution, that resolution shall fail, irrespective of the number of votes in favour.

	In Person	Online	Proxy	Total
For	33	37	61	131
Against	0	7	7	14
Abstain	0	3	0	3
%age of votes cast in favour	<input type="text"/>			89%
%age of votes required to be passed	<input type="text"/>			2/3 of those voting
Outcome of resolution				Passed

Resolution 9: To approve the insertion of a new clause 78 in the Dons Trust Constitution to set out the terms of a Memorandum of Association between the Society Board and the AFCW PLC Board.

	In Person	Online	Proxy	Total
For	35	51	62	148
Against	0	2	6	8
Abstain	0	1	0	1
%age of votes cast in favour	<input type="text"/>			94%
%age of votes required to be passed	<input type="text"/>			2/3 of those voting
Outcome of resolution				Passed

Resolution 10: To approve the amendment to clause 111 of the Dons Trust Constitution to change the Society's address to Plough Lane.

	In Person	Online	Proxy	Total
For	36	54	67	157
Against	0	1	1	2
Abstain	0	0	0	0
%age of votes cast in favour	<input type="text"/>			99%
%age of votes required to be passed	<input type="text"/>			2/3 of those voting
Outcome of resolution				Passed

Resolution 11: To approve the amendment to clause 54 of the Dons Trust Constitution to change the minimum number of Society Board members from nine to eight.

	In Person	Online	Proxy	Total
For	34	50	64	148
Against	0	3	4	7
Abstain	0	0	0	0
%age of votes cast in favour	<input type="text"/>			95%
%age of votes required to be passed	<input type="text"/>			2/3 majority of those voting
Outcome of resolution				Passed

Resolution 12: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Annual General Meeting in favour of amending article 84.1 to change the number of PLC Directors to be a minimum of four (including two from the Society Board) and a maximum of twelve.

	In Person	Online	Proxy	Total
For	34	51	63	148
Against	1	3	5	9
Abstain	0	0	0	0
%age of votes cast in favour	<input type="text"/>			94%
%age of votes required to be passed	<input type="text"/>			Simple majority
Outcome of resolution				Passed

Resolution 13: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Annual General Meeting in favour of amending article 84.3 (b) to include wording such that AFCW PLC will be a board of 9-12 members as noted in the amendment to clause 77 of the Dons Trust Constitution in resolution 7.

	In Person	Online	Proxy	Total
For	33	49	63	145
Against	1	5	4	10
Abstain	0	3	0	3
%age of votes cast in favour	<input type="text"/>			92%
%age of votes required to be passed	<input type="text"/>			Simple majority
Outcome of resolution				Passed

Resolution 14: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Annual General Meeting in favour of amending article 108 such that if Directors of AFCW PLC Board wish to stand for re-election after three terms of three years each, they shall be ineligible to stand for one year after reaching that 9 year point.

	In Person	Online	Proxy	Total
For	32	49	61	142
Against	0	6	6	12
Abstain	0	2	0	2
%age of votes cast in favour	<input type="text"/>			91%
%age of votes required to be passed	<input type="text"/>			Simple majority
Outcome of resolution				Passed

Resolution 15: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Annual General Meeting in favour of amending article 117 to include a blocking vote for the Society Board members on the AFCW PLC Board, to remove the Chair having a casting vote and to increase the quorum required for PLC Board meetings.

	In Person	Online	Proxy	Total
For	32	52	60	144
Against	0	3	7	10
Abstain	1	4	0	5
%age of votes cast in favour	<input type="text"/>			91%
%age of votes required to be passed	<input type="text"/>			Simple majority
Outcome of resolution				Passed

Resolution 16: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Annual General Meeting in favour of amending the Articles to include a new Schedule 1 as an addendum to those Articles which sets out the Memorandum of Understanding between the Society Board and AFCW PLC Board.

	In Person	Online	Proxy	Total
For	33	45	61	139
Against	0	3	5	8
Abstain	0	0	0	0
%age of votes cast in favour	<input type="text"/>			95%
%age of votes required to be passed	<input type="text"/>			Simple majority
Outcome of resolution				Passed

Resolution 17: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Annual General Meeting in favour of approving the AFCW PLC accounts for the year ended 30 June 2022.

	In Person	Online	Proxy	Total
For	33	54	68	155
Against	0	0	0	0
Abstain	0	2	0	2
%age of votes cast in favour				99%
%age of votes required to be passed				Simple majority
Outcome of resolution				Passed

Resolution 18: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Annual General Meeting in favour of approving the reappointment of BDO LLP as auditors of AFCW PLC for the year to 30 June 2023 and authorising the directors to agree the auditors' remuneration.

	In Person	Online	Proxy	Total
For	32	52	66	150
Against	1	2	2	5
Abstain	0	2	0	2
%age of votes cast in favour				96%
%age of votes required to be passed				Simple majority
Outcome of resolution				Passed

Resolution 19: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Annual General Meeting in favour of approving the reappointment of Michael Andrew Buckley as director of the Company.

	In Person	Online	Proxy	Total
For	32	54	66	152
Against	0	2	1	3
Abstain	1	1	0	2
%age of votes cast in favour				97%
%age of votes required to be passed				Simple majority
Outcome of resolution				Passed

Resolution 20: To authorise the Dons Trust Board to cast the Trust's votes at AFCW PLC's Annual General Meeting in favour of approving the appointment of Kris Stewart as director of the Company.

	In Person	Online	Proxy	Total
For	32	42	58	132
Against	0	13	9	22
Abstain	1	1	0	2
%age of votes cast in favour				85%
%age of votes required to be passed				Simple majority
Outcome of resolution				Passed

Resolution 21: To authorise the Dons Trust Board to cast the Trust’s votes at AFCW PLC’s Annual General Meeting in favour of approving the appointment of Michele Marie Little as director of the Company.

	In Person	Online	Proxy	Total
For	35	51	64	150
Against	0	4	2	6
Abstain	0	2	0	2
%age of votes cast in favour				95%
%age of votes required to be passed				Simple majority
Outcome of resolution				Passed