PAPER 1

THE COMPANIES ACT 2006

PUBLIC COMPANY LIMITED BY SHARES

AFCW plc (Company)

(Registered No. 04764827)

MINUTES of the GENERAL MEETING

of the above-named company held at Cherry Red Records Stadium

Plough Lane, London SW17 0NR

at 9:00pm on 16 December 2024

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1. Chair

Mick Buckley, a director of the Company, chaired the meeting and welcomed shareholders to the twentieth annual general meeting of the Company. Nick Robertson sent his apologies and James Macdonald attended online.

2. Quorum

2.1. **IT WAS NOTED** that a quorum was present, including the Dons Trust (represented by Angus Fox and Graeme Price) and other directors of the Company who are the holders of A Ordinary shares (Iain McNay).

2.2. There was produced to the meeting a notice (**Notice**) convening the meeting and, with the consent of all members present, the Notice was taken as read.

3. Approval of Minutes

3.1. The minutes of the annual general meeting held on 18 December 2023 were approved by a show of hands.
3.2. The minutes of the special general meeting held on 13 May 2024 were approved by a show of hands.

4. Report and accounts

4.1. To receive the accounts and report of directors and auditors for the year ended 30 June 2024. Approved by a show of hands.

5. Reappointment of Director offering themselves for re-election

5.1. Nick Robertson was re-elected as a director of the Company, on a show of hands.

6. **Appointment of Directors offering themselves for election**
   6.1. Angus Fox was elected as a director of the Company, on a show of hands. 6.2. Daniel Johnson was elected as a director of the Company, on a show of hands.

7. **Reappointment of auditors**

   7.1. The decision to reappoint Harris & Trotter as auditors of the Company was carried on a show of hands.

8. **Remuneration of the auditors**

   8.1. The directors were authorised to agree the auditors' remuneration by a show of hands.

9. **Authorisation to allot A Ordinary shares and disapply pre-emption rights**
   9.1 The directors were authorised to allot A Ordinary shares of £0.01 up to an aggregate nominal amount of £52,000 for a period of up to thirty six months by a show of hands.
   9.2 The directors were authorised to allot A Ordinary shares of £0.01 up to an aggregate nominal amount of £52,000 in such a way that pre-emption rights are disapplied by a show of hands.

10. **Close**
    The meeting was closed at 10.00pm.

M. Buckley

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Mick Buckley, Director

Note: For <u>information</u>, 14 proxy forms were received in advance of the meeting. Of these:

- 13 proxy forms indicated votes in favour of every resolution.
- 0 proxy form indicated votes against every resolution.
- 1 proxy form indicated votes against resolutions 3 and 5 but otherwise in favour of the resolutions.