

**THE COMPANIES ACT 2006
PUBLIC COMPANY LIMITED BY SHARES**

**AFCW PLC (the "Company")
(Registered No. 4764827)**

**NOTICE
is hereby given that an**

EXTRAORDINARY GENERAL MEETING (egm)

of the members of the Company will be held at The Cherry Red Records Stadium, 422a Kingston Road, Kingston upon Thames KT1 3PB on Thursday 8 November 2018. The PLC egm will take place in the interval of a Dons Trust Special General Meeting (sgm) and the starting time of the PLC egm will be 8.30 pm, or at the conclusion of the first part of the DT sgm, whichever is the later.

The meeting is being held for the purpose of considering the following business:

1. Increase in authorised share capital

To consider the following resolution as a special resolution:

The authorised share capital of the Company be increased by £150,000 to £400,000 by the creation of an additional 15,000,000 A Ordinary shares of £0.01 each ranking pari passu in all respects with the existing Ordinary shares in the capital of the Company and that the Company's articles of association be amended by the deletion of the existing article 3.1 and the addition of a new article 3.1 in the following form:

"3.1 The authorised share capital of the Company is £400,000 divided into 20,000,000 Ordinary Shares of one pence each and 20,000,000 A Ordinary Shares of one pence each."

2. Authority to allot A Ordinary shares

To consider the following resolution as a special resolution:

That, in accordance with section 551 of the Companies Act 2006, the directors be hereby generally and unconditionally authorised to allot further A Ordinary shares of £0.01 each up to an aggregate nominal amount of £159,284 to such persons as and at such times as they think proper providing that such authority shall expire (unless previously reviewed varied or revoked by the company in general meetings) after the prescribed period which shall be twelve months from the date of this resolution.

3. Disapplication of pre-emption rights in relation to A Ordinary shares

Subject to the passing of resolution 2 to consider the following resolution as a special resolution:

That, in accordance with section 570 of the Companies Act 2006, the directors be and are given the general power to allot A Ordinary shares of £0.01p each for cash, pursuant to the authority conferred by resolution 2 up to an aggregate nominal amount of £159,284 at any time for the prescribed period of twelve months from the date of this resolution as if the statutory pre-emption rights in section 561(1) of the Companies Act 2006 did not apply to any such allotment.

**By order of the board
15 October 2018**



**I R McNay
Chairman**

A member entitled to attend and unable to do so may appoint a proxy to vote in his/her place. The enclosed proxy form along with this notice can be used by shareholders. Such proxies should be sent to the registered office of the company to arrive not later than 48 hours before the commencement of the meeting.