



Notice of General Meeting

Notice is hereby given that the Annual General Meeting (**Meeting**) of AFCW PLC (**Company**) will be held at Cherry Red Records Stadium, Plough Lane, Wimbledon, SW17 0NR on 22 December 2021 at 10:00 am. You will be asked to consider and vote on the resolutions below which will be proposed as eight ordinary resolutions.

ORDINARY RESOLUTIONS

1. Approval of AGM minutes

To approve the minutes of the Company's 2020 AGM, held on 18 December and continued on 19 December 2020 (Paper 1).

2. Report and accounts

To receive the Company's accounts and the reports of the directors and auditors for the year ended 30 June 2021 - Accounts to follow.

3. Re-election of director

To re-elect Nicholas John Robertson as director of the Company following the Dons Trust April 2021 SGM vote to approve his election to the PLC Board (Paper 3).

4. Re-election of director

To re-elect Xavier Charles Claude Wiggins as director of the Company following the Dons Trust April 2021 SGM vote to approve his election to the PLC Board (Paper 3).

5. Re-election of director

To re-elect Charles Christopher Stephen Talbot as director of the Company following the Dons Trust April 2021 SGM vote to approve his election to the PLC Board (Paper 3).

6. Re-election of director

To re-elect Hannah Elizabeth Kitcher as director of the Company following the Dons Trust April 2021 SGM vote to approve her election to the PLC Board (Paper 3).

7. Re-appointment of the auditors

To re-appoint BDO LLP as auditors.



8. Remuneration of the auditors

To authorise the directors to agree the auditors' remuneration.

By order of the Board

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Iain McNay Chair
Date: 29 November 2021



Notes to the Notice of Annual General Meeting

Appointment of proxies

1. If you are a shareholder who is entitled to attend and vote at the meeting, you are entitled to appoint one or more proxies to exercise all or any of your rights to attend, speak and vote at the meeting and you should have received a proxy form with this notice of meeting. A proxy does not need to be a shareholder of the Company but must attend the meeting to represent you. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.

2. You may appoint more than one proxy provided each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. To appoint more than one proxy, you may copy this form. You will need to state clearly on each proxy form the number of shares in relation to which the proxy is appointed. Failure to specify the number of shares to which each proxy appointment relates or specifying a number in excess of those held by the shareholder will result in the proxy appointment being invalid. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the chairman) and give your instructions directly to them.

3. If you do not give your proxy an indication of how to vote on any resolution, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Meeting.

Appointment of proxy by post

4. The notes to the proxy form explain how to direct your proxy how to vote on each resolution.

To appoint a proxy using the proxy form, the form must be:

- completed and signed;
- sent or delivered to the Company at Cherry Red Records Stadium, Plough Lane, London, SW17 0NR; and
- received by the Company no later than 12:00 pm on 12 December 2021.

In the case of a shareholder which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.

As an alternative to completing the hard copy proxy form, you can appoint a proxy electronically by sending an email containing a soft copy of the proxy form (together with any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority)), completed and signed, to david.charles@afcwimbledon.ltd.uk. For an electronic proxy appointment to be valid, the appointment must be received by the Company no later than 12:00 pm on 12 December 2021.

Appointment of proxy by joint members

5. In the case of joint holders, where more than one of the joint holders completes a proxy appointment, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).



Changing proxy instructions

6. Shareholders may change proxy instructions by submitting a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact the Company Secretary.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Termination of proxy appointment

7. A shareholder may change a proxy instruction but to do so you will need to inform the Company in writing by either:

- Sending a signed hard-copy notice clearly stating your intention to revoke your proxy appointment to the Company. In the case of a shareholder which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.
- Except in the case of a shareholder which is a company, sending an email to david.charles@afcwimbledon.ltd.uk.

In either case, the revocation notice must be received by the Company no later than **12:00 pm on 12 December 2021**.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified, your original proxy appointment will remain valid unless you attend the meeting and vote in person.

Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the Meeting in person, your proxy appointment will automatically be terminated.

Communication

8. Except as provided above, shareholders who have general queries about the meeting should contact David Charles on david.charles@afcwimbledon.ltd.uk (no other methods of communication will be accepted).

You may not use any electronic address provided either:

- in this notice of a general meeting; or
- any related documents (including the proxy form),

to communicate with the Company for any purposes other than those expressly stated.