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SUNDERLAND ASSOCIATION FOOTBALL CLUB LIMITED

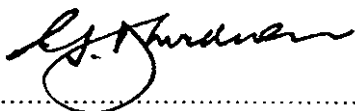
NOTICE OF MEETING

Notice is hereby given that an Extraordinary General Meeting of Sunderland Association Football Club Limited will be held at Roker Park Ground, Sunderland on Thursday 16th March, 1995, at 9.30 a.m. for the following purposes:-

To consider, and if thought fit, pass the following Resolution which will be proposed as a Special Resolution.

THAT the Directors be empowered pursuant to Section 25 of the Companies Act 1985 to allot equity securities (as defined in Section 94 of the Act) for cash as if Section 89(1) did not apply to any such allotment provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £1,380 and shall expire on the fifth anniversary after the passing of this resolution save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the power had not expired.

By order of the Board



Secretary

Date 20th February 1995

Registered office:-

Roker Park Ground,
Sunderland, SR6 9SW.

Notes:

A Shareholder entitled to attend and vote at the meeting may appoint a proxy to attend and vote instead of him. The proxy need not be a shareholder of the Company and the appointment of such proxies does not preclude shareholders from subsequently attending.

