

The Companies Act 1985

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COMPANY LIMITED BY SHARES

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SPECIAL RESOLUTION

of

THE CREWE ALEXANDRA FOOTBALL CLUB COMPANY, LIMITED

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Passed 1 March 2001

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AT the annual general meeting of the Company duly convened and held on 1 March 2001 the following special resolution was passed.

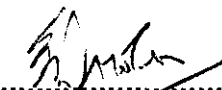
RESOLUTION

That the Articles of Association of the Company be amended by:-

1. renumbering the existing Article 1 as 1(A).
2. inserting immediately after Article 1(A) the following new Articles:-
  - "1(B) The Rules and Regulations of The Football Association for the time being shall be deemed to be incorporated herein and shall prevail in the event of any conflict with the provisions set out herein.
  - 1(C) No proposed alteration of these Articles shall be effective unless the proposed alteration has been approved in writing by The Football Association 14 days or more before the day on which the alteration is proposed to take place".
3. inserting immediately after Article 13(H) the following new Article:-
  - "13(I) if he is subject to a decision of The Football Association that he be suspended from holding office or from taking part in any football activity relating to the administration or management of a Football Club".
4. the substitution for Article 18 of:-
  - "18. On the winding up of the Company the surplus assets shall be applied first in repaying the Members the amount paid on their shares respectively. If such assets are insufficient to repay the said amount in full, they shall be applied rateably, so that the loss shall fall upon the Members in proportion to the amount called up on their shares respectively. No Member shall be entitled to have any call upon other Members for the purpose of adjusting the Members' rights; but where any call has been made and has been paid by some of the Members such call be enforced against the remaining Members for the purpose of adjusting the rights of the Members between themselves.

If the surplus assets shall be more than sufficient to pay the Members the whole amount paid up on their shares, the balance shall be given by the Members of the Club, at or before the time of dissolution as they shall direct, to The Football Association Benevolent Fund, or to some Club or Institute in the Borough of Crewe and Nantwich having objects similar to those set out in the Memorandum of Association or to any local charity, or charitable or benevolent institution situated within the said Borough of Crewe and Nantwich".



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Chairman of the meeting