

**Return of Allotment of Shares**Company Name: **THE DUNDEE FOOTBALL CLUB LIMITED**Company Number: **SC004585**Received for filing in Electronic Format on the: **10/08/2018**

X7C16F8O

Shares Allotted (including bonus shares)

Date or period during which
shares are allotted

From
09/08/2018

Class of Shares:	ORDINARY	Number allotted	50982300
Currency:	GBP	Nominal value of each share	0.01
		Amount paid:	0.01
		Amount unpaid:	0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	ORDINARY	Number allotted	184524706
Currency:	GBP	Aggregate nominal value:	1845247.06

Prescribed particulars

SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD.

Class of Shares:	A	Number allotted	15475294
	ORDINARY	Aggregate nominal value:	154752.94
Currency:	GBP		

Prescribed particulars

SHARES RANK EQUALLY FOR VOTING PURPOSES. ON A SHOW OF HANDS EACH MEMBER SHALL HAVE ONE VOTE AND ON A POLL EACH MEMBER SHALL HAVE ONE VOTE PER SHARE HELD. A ORDINARY SHARES HAVE FURTHER RIGHTS: 6.5 THE RIGHTS ATTACHED TO A CLASS FOR SHARES MAY, IN THE CASE OF EACH CLASS, BE ALTERED OR ABROGATED (WHETHER OR NOT THE COMPANY IS BEING WOUND UP) ONLY WITH THE PRIOR CONSENT OF THE HOLDERS OF THE ISSUED SHARES OF THAT CLASS GIVEN IN ACCORDANCE WITH ARTICLE 6.6. 6.6 THE CONSENT OF THE HOLDERS OF A CLASS OF SHARES MAY BE GIVEN BY: 6.6.1 A SPECIAL RESOLUTION PASSED AT A SEPARATE GENERAL MEETING OF THE HOLDERS OF THAT CLASS: OR 6.6.2 A WRITTEN RESOLUTION IN ANY FORM SIGNED BY OR ON BEHALF OF THE HOLDERS OF NOT LESS THAN 75 PER CENT IN NOMINAL VALUE OF THE ISSUED SHARES OF THAT CLASS. 6.7 THE FOLLOWING WILL BE DEEMED TO CONSTITUTE A VARIATION OF THE RIGHTS ATTACHED TO THE “A” ORDINARY SHARES: 6.7.1 THE PASSING OF ANY RESOLUTION TO APPOINT A LIQUIDATOR TO THE COMPANY; 6.7.2 THE SALE OR TRANSFER OF THE WHOLE, OR SUBSTANTIALLY THE WHOLE, OF THE BUSINESS AND ASSETS OF THE COMPANY; 6.7.3 THE MAKING OF A DIVIDEND OR ANY FORM OF DISTRIBUTION TO THE SHAREHOLDERS OF THE COMPANY (INCLUDING, WITHOUT PREJUDICE TO THE GENERALITY OF THE FOREGOING, ANY PURCHASE OR REDEMPTION BY THE COMPANY OF ITS SHARES); 6.7.4 THE APPROVAL OF ANY TRANSACTION BETWEEN THE COMPANY ITS DIRECTORS (OR ANY PERSON CONNECTED TO THE DIRECTORS) WHICH REQUIRES TO BE AUTHORISED OR APPROVED BY THE SHAREHOLDERS OF THE COMPANY UNDER THE STATUTES

(INCLUDING, WITHOUT PREJUDICE TO THE GENERALITY OF THE FOREGOING, SECTION 190 OF THE COMPANIES ACT 2006); 6.7.5 THE COMPANY ENTERING INTO ANY ARRANGEMENTS UNDER WHICH THE FIRST TEAM WILL HABITUALLY PLAY ITS "HOME" GAMES AT A LOCATION OTHER THAN THE STADIUM, EXCEPT FOR THE TEMPORARY ARRANGEMENTS FOR A PERIOD NOT EXCEEDING ONE YEAR ON HEALTH AND SAFETY GROUNDS OR DUE TO THE UNAVAILABILITY OF THE STADIUM; 6.7.6 ANY MATERIAL CHANGE TO THE PRIMARY "HOME" COLOURS OF THE FRIST TEAM, OR ANY MATERIAL CHANGE TO THE BADGE APPEARING ON ANY PLAYING UNIFORMS OF THE STADIUM; 6.7.7 THE COMPANY ENTERING INTO ANY ARRANGEMENTS UNDER WHICH ANY OTHER PROFESSIONAL OR SEMI-PROFESSIONAL FOOTBALL TEAM HABITUALLY USES THE STADIUM TO PLAY ITS "HOME" GAMES, EXCEPT FOR TEMPORARY ARRANGEMENTS FOR A PERIOD NOT EXCEEDING ONE YEAR; 6.7.8 ANY ARRANGEMENTS UNDER WHICH, FOR THE PURPOSES OF ANY COMPETITION IN WHICH THE FIRST TEAM IS ENTERED, THE FIRST TEAM IS CONSIDERED TO BE AMALGAMATED OR MERGED WITH AN EQUIVALENT TEAM WHICH IS (OR, PRIOR TO SUCH ARRANGEMENTS, WAS) REGISTERED AS A SEPARATE MEMBER OF THE SCOTTISH FOOTBALL ASSOCIATION AND/OR ANY OTHER RELEVANT BODY; 6.7.9 THE INCURRENCE OR ACCRUAL BY THE COMPANY OF DEBT IN EXCESS OF AN AGGREGATE AMOUNT AT ANY TIME OF £50,000, EXCEPT FOR: (I) HIRE OR LEASE PURCHASE, OR ANY OTHER FORM OF ASSET FINANCE, TO EFFECT THE PURCHASE OF MOVEABLE ASSETS; AND (II) ANY OTHER DEBTS OR OBLIGATIONS INCURRED IN THE ORDINARY AND PROPER COURSE OF BUSINESS WHICH WILL BE PAID WITHIN 12 MONTHS OF BEING INCURRED; 6.7.10 ANY ISSUE OF ANY NEW SHARES OR ANY VARIATION OF THE ISSUED SHARE CAPITAL WHICH ADVERSELY AFFECTS THE RIGHTS ATTACHING TO THE "A" ORDINARY SHARES (AND, FOR THE AVOIDANCE OF DOUBT, THE RIGHTS ATTACHING TO THE "A" ORDINARY SHARES SHALL BE DEEMED TO BE ADVERSELY AFFECTED BY THE CREATION OF ANY CLASS OF SHARE WHICH RANKS IN PRIORITY TO OR PARI PASSU WITH THE RIGHTS ATTACHING TO THE A ORDINARY SHARES) OR THE VARIATION OF ANY RIGHTS OF ANY EXISTING ISSUED SHARE HAVING THE SAME EFFECT; AND/OR 6.7.11 ANY VARIATION (WHETHER DIRECT OR INDIRECT), SUBSTITUTION OR DELETION OF THE PROVISIONS OF ALL OR ANY PART OF ARTICLES 6.3 TO 6.7, ARTICLE 32 OR ARTICLES 79 TO 83 INCLUSIVE.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	200000000
		Total aggregate nominal value:	2000000
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.