

DUPLICATE FOR THE FILE

No. 11580.



Certificate of Incorporation.

I hereby Certify, That

"DUNFERMLINE ATHLETIC FOOTBALL CLUB, LIMITED"

is this day incorporated under the Companies Acts, 1908 to 1917, and that this Company is Limited.

Given under my hand at Edinburgh, this Fifteenth day of January

One Thousand Nine Hundred and Twenty-one.

James Buchanan

Registrar of Joint-Stock Companies.

Certificate No.

11580

Price Twopenco.
Form No. 59.

"The Trading with the Enemy Amendment Act, 1914."
(5 Geo. 5, c. 12.)

(No Registration Fee
payable.)

Declaration made pursuant to S. 9 (1) (a) of the said Act.

Name of Company

Dunfermline Athletic Football Club, Limited.

Presented for Filing

by Messrs J. R. Marshall,
Solicitors,

9 East Port.

Dunfermline

W6.74162/3056.

REGISTERED

15 JAN. 1921

James Rose Stevenson, Solicitor, Dunfermline

of

Do solemnly and sincerely declare that I am a Solicitor of the ~~Supreme~~

~~Court~~ engaged in the formation of *Dunfermline Athletic Football*
Club.

Limited, and That the Company is not formed for the purpose or with the
intention of acquiring the whole or any part of the undertaking of a person,
firm or Company the books and documents of which are liable to
inspection under subsection (2) of section two of the Trading with the
Enemy Act, 1914. And I make this solemn Declaration conscientiously
believing the same to be true and by virtue of the provisions of the
"Statutory Declarations Act, 1835."

Declared at

Dunfermline

the 14th day of

January

one thousand nine hundred and ~~twenty~~ *twenty one*
before me.

James Rose Stevenson
A Commissioner for Oaths. *JRS*

Stevenson

"THE COMPANIES (CONSOLIDATION) ACT, 1908."



A 6/-
Companies
Registration
Fee Stamp
to be
impressed
here.

DECLARATION of Compliance with the requirements of the Companies

(Consolidation) Act, 1908, made pursuant to S. 17 (2) of the said Act

(8 Edw. 7, c. 69), on behalf of a Company proposed to be registered as the

Dunfermline Athletic Football Club Limited

Presented for Filing

by *James H. Stevenson & Co. Ltd.*
Solicitors,
9 East Port.

Dunfermline



NOTE.—This margin is reserved for binding, and must not be written across.

(a) Here insert:—
"A Solicitor of the
"High Court engaged
"in the formation,"
or
"A person named in
"the Articles of Asso-
"ciation as a Director
"or Secretary."

Do solemnly and sincerely declare that I am (a) *a solicitor engaged*
in the formation

of the *Dunfermline Athletic Football Club Limited*

~~Limited~~, and That all the requirements of the Companies (Consolidation)
Act, 1908, in respect of matters precedent to the registration of the said
Company and incidental thereto have been complied with. And I make
this solemn Declaration conscientiously believing the same to be true and
by virtue of the provisions of the "Statutory Declarations Act, 1835."

Declared at *Dunfermline*

the *14th* day of *January*
one thousand nine hundred and *twenty-one* before
me,

A. Macdonald

A Commissioner for Oaths.



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THE COMPANIES ACTS, 1908-1917.



PRIVATE COMPANY LIMITED BY SHARES.

Memorandum of Association

OF

Dunfermline Athletic Football Club, Limited.

- I. The name of the Company is "DUNFERMLINE ATHLETIC FOOTBALL CLUB, LIMITED."
- II. The Registered Office of the Company will be situate in Scotland.
- III. The objects for which the Company is established are:—
 1. To acquire and take over the undertaking and all or any of the assets and liabilities of the Dunfermline Athletic Football Club.
 2. To carry on the business of a Football Club and promote the practice and exercise of football, or of other athletic sports, games and exercises; to engage and maintain teams of football and other players, whether amateur or professional; to hold or participate in football or other matches and competitions; and to subscribe to and become a member of such Football or other Leagues, Associations, or Companies as may from time to time appear desirable.
 3. To acquire, by purchase or otherwise, the Field known as the East End Park, Dunfermline, presently leased by the said Dunfermline Athletic Football Club, or such other field or fields as may from time to time be considered necessary or convenient for the purposes of the

REGISTERED

15 JAN 1922

Company, and to lay out such fields as football or athletic grounds and to construct stands, pavilions, or other buildings thereon.

4. To carry on the business of Restaurateurs, Victuallers, Vendors of Provisions, Tobacco, Wine and Spirits, Mineral Waters, and Refreshments of all kinds required by persons frequenting the Company's ground and premises.
5. To do all such other things whatsoever as are incidental or conducive to the attainment of the above objects.

IV. The liability of the Members is limited.

V. The Share Capital of the Company is £2,000, divided into 2,000 Ordinary Shares of One Pound each, with power to increase the Capital and to sub-divide or consolidate the Shares or any of them constituting the present or future Capital, or any part thereof. The Shares from time to time forming the Capital may be divided into different classes to be issued or held with such preferential, deferred, or special rights, privileges, or conditions as may for the time being be prescribed by the Company.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of Shares in the Capital of the Company set opposite our respective names:—

No	Names, Addresses, and Descriptions of Subscribers.	Number of Shares taken by each Subscriber.
	William H. Lytle Secretary, 27 Hallbeath Rd. Dunfermline.	50 Fifty
	John Cousin 24 Canmore St. Dunfermline	50 Fifty
	Alex. Mitchell 30, Haygate. Dunfermline	50 Fifty

Dated the 13th day of January Nineteen hundred and Twenty-one.

Witness to the above Signatures,

David Harrison

Witness, last Part Dunfermline



THE COMPANIES ACTS, 1908-1917.

PRIVATE COMPANY LIMITED BY SHARES.

Articles of Association OF Dunfermline Athletic Football Club, Limited.

- I. The Regulations of the Company shall be those contained in Table A in the First Schedule of the Companies (Consolidation) Act, 1908, exclusive of Articles 35 to 40 inclusive, and in so far as not modified by or inconsistent with the following additional Articles.
- II. The Company is and is hereby declared to be a Private Company, and accordingly:—
- (a) The right on the part of the Members of the Company to transfer the Shares of the Company belonging to them shall be subject to the restrictions that, in addition to the powers conferred by Article 20, the Directors may in their discretion, and without assigning any reason, refuse to register the transfer of any Share in the Company, whether fully paid up or not, to any person whom they do not approve as transferee, and that the Directors shall refuse to register all transfers which involve a contravention of the immediately succeeding sections of this Article.
 - (b) The number of the Members of the Company (exclusive of persons in the employment of the Company, and of persons, who, having been formerly in the employment of the Company, were while in such employment and have continued after the termination of such employ-

REGISTERED

18/11/17

ment to be Members of the Company, is hereby limited to Fifty.

(c) Any invitation to the public to subscribe for any Shares or Debentures of the Company is hereby prohibited.

III. The authorised Capital of the Company is £2,000, divided into 2,000 Ordinary Shares of £1 each.

IV. Without derogating from their other powers, the Directors may purchase, take on feu or lease or otherwise acquire for the Company any property heritable or moveable, real or personal, or any rights or privileges, and may sell, feu, let, exchange, or otherwise dispose of absolutely or conditionally all or any part of the property and undertaking of the Company upon such terms and conditions and for such considerations as they may think fit; but any agreement for the sale or amalgamation of the whole undertaking shall be subject to confirmation by an extraordinary resolution of the Company.

V. Without derogating from their other powers, but in addition thereto, and notwithstanding what is contained in Article 73, the Directors may from time to time in their discretion raise, or borrow, or secure the payment of any sum or sums of money for the purpose of the Company, and that to such amount, in such manner, and upon such terms and conditions in all respects as they think fit, and they may authorise the execution of all deeds, and do all other acts necessary or admissible for these ends.

VI. Notwithstanding what is contained in Article 76, or elsewhere in said Table, every deed requiring to be executed by the Company shall be sealed with the Company's seal and subscribed on behalf of the Company, either by two Directors or by one of the Directors and the Secretary of the Company.

VII. Notwithstanding what is contained in Article 77 or elsewhere in said Table, a Director shall not vacate his office by reason of his being as an individual concerned or participating in the profits of any contract with the Company, and he shall be entitled to enter into such contracts; but a Director shall not vote in respect of any contract in which he himself is so interested, or if he does so vote his vote shall not be counted.

VIII. Notwithstanding what is contained in Article 108 or elsewhere in said Table, a copy of the Balance Sheet and Report shall

be laid before every Ordinary General Meeting, but shall not be sent to the Members unless the Directors shall otherwise determine, and except as provided by Section 113 (3) of the Companies (Consolidation) Act, 1908.

No.	Names, Addresses, and Descriptions of Subscribers.
	<p><i>William Whyte, Secretary</i> <i>27 Hallcath Rd. Dunfermline</i></p> <p><i>John Cousin Treasurer & Co.</i> <i>27 Canmore Rd. Dunfermline Painter</i></p> <p><i>Mr. Mitchell 30 Maygate Dunfermline Joiner</i></p>

Dated the *13th* day of *January*, Nineteen
Hundred and Twenty-one.

Witness to above Signatures,

David Marshall
Solicitor, East Port, Dunfermline.

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

DUNFERMLINE ATHLETIC
FOOTBALL CLUB, LIMITED.

1921.

J. R. STEVENSON & MARSHALL,
Solicitors, Dunfermline.

A. Romano, Secretary, Ltd., "Press" Office.

NOTE.—This margin is reserved for binding, and must not be written across.



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Wm 157

The NOMINAL CAPITAL of the Dunfermline Athletic

Football Club, Limited Company, Limited,

is £ 2000, divided into 2000 ordinary shares of £ 1 each.

each.

Signature William H. Pyke

Description Secretary

Date 14th January 1921

REGISTERED
15 JAN 1921

Dunfermline Athletic Football Club, Limited

COMPANY LIMITED.

STATEMENT of the Nominal Capital made pursuant to s. 112 of 54 and

55 Vict., ch. 39, Stamp Act, 1891, as amended by s. 7 of 62 and 63 Vict., ch. 9

and Section 39 of the Finance Act 1920.

(Finance Act, 1899) ^{Five} (NOTE.—The Stamp Duty on the Nominal Capital is Five

Shillings
Shillings for every £100 or fraction of £100.)

This Statement is to be filed with the Memorandum of Association, or other
Document, when the Company is registered.

Presented for registration by

Messrs J. R. Stevenson & Chas. Hall
Solicitors,
9 East Port,
Dunfermline