

Number of Company 54222

"THE COMPANIES ACT 1948"

COMPANY LIMITED BY SHARES

**MEMORANDUM OF ASSOCIATION**

OF

The Burnley Football and

Athletic Company Limited



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COMPANY LIMITED BY SHARES  
  
**MEMORANDUM OF ASSOCIATION**  
  
OF THE  
  
**BURNLEY FOOTBALL & ATHLETIC**  
  
**COMPANY LIMITED**

1. The name of the Company is "THE BURNLEY FOOTBALL AND ATHLETIC COMPANY LIMITED".
2. The Registered Office of the Company will be situate in England.
3. The Objects for which the Company is established are:-
  - (a) To take over the Assets and Liabilities of the unregistered Association or Club, now known as the Burnley Football Club.
  - (b) To carry on the business of a Football and Athletic Club in all the branches thereof, and to promote the practice and play of Football, Cricket, Lacrosse, Lawn Tennis, Hockey, Polo, Bowls, Bicycle and Tricycle Riding, Running, Jumping, the physical training and development of the human frame, and other athletic sports, games and exercises of every description, and any other games, pastimes, sports, recreation, amusements or entertainments, and to buy, sell, exchange, or hire all articles, implements, fixtures, furniture, apparatus and things used in the playing or practice of such games or pursuits, and any other implements or things used or required therefor, or for the promotion of the objects of the Company, including prizes to be given in any competition or competitions promoted by the Company and for that purpose to establish, engage, and maintain teams of football and other players, whether composed of amateur or professional players, or partly of one and partly of the other.

- (c) To arrange for, hold and conduct, Football Matches and Athletic Sports, Agricultural, Horse, and Flower Shows.
- (d) To acquire money by gift or subscription, and to distribute the same in or about the furtherance of all or any of the objects of the Company, and to raise or grant sums of money to be awarded towards, or as prizes or otherwise in connection with any such matters as aforesaid, on such terms as may be prescribed.
- (e) To join in and promote the competitions for challenge cups or other similar competitions for the purposes of the Company, or for the benefit of charities or other like objects.
- (f) To improve, revise, amend, establish, or alter the rules regulating any or all of the sports or pastimes above enumerated, and to join or subscribe to any union or association for the like objects.
- (g) To co-operate and join with any person or persons, club, company, or association, having the same or like objects in any manner, and for any purpose which may be thought proper in furtherance of the objects of the Company.
- (h) To acquire or undertake the whole or any part of the business and assets of any person, firm, or company carrying on any of the businesses or objects which this Company is authorised to carry on, and as part of the consideration for such acquisition to undertake the liabilities of such person, firm, or company, or to acquire an interest in, amalgamate with, or enter into any arrangements for sharing profits, or for co-operation, or for limiting competition, or for mutual assistance with any such person, firm, or company, and to give or accept by way of consideration for any of the acts or things aforesaid any shares, debentures, or securities that may be agreed upon, and to hold and retain, or sell, mortgage, and deal with any shares, debentures, or securities so received.
- (i) To purchase, take on lease or in exchange, hire, or otherwise acquire and hold a ground or grounds, or any other real or personal estate necessary or convenient for the objects of the Company.
- (j) To construct, fit up and maintain any buildings, pavilions, or stands upon any ground or grounds of the Company, to fix and enforce a scale of charges for

admission thereto, and to such ground or grounds, and generally to manage the same as may be required for the objects and benefit of the Company.

- (k) To adopt, lay out and prepare, enclose, level, drain, and form approaches, and make and construct roads to and from any buildings, land or ground of the Company.
- (l) To become, if necessary, a member of and subscribe to the Football Association, the Football League, or any other Alliance, League, or Association having objects altogether, or in part, similar to those of the Company.
- (m) To effect insurance against accidents on behalf of and for the benefit of the players of the Company with some properly incorporated insurance Company.
- (n) To pay dividends upon the amount of subscribed capital of not more than the maximum dividend allowed from time to time by the Football Association.
- (o) To invest the moneys of the Company not immediately required upon such securities as may from time to time be determined.
- (p) To borrow and raise money by mortgage or charge of the undertaking and all or any part of the property of the Company, present or future, and all or any of the uncalled or unissued capital for the time being of the Company, and in particular by the issue of debentures or debenture stock of any description, and either with or without the whole or any part of the property or assets of the Company being given as security for such money, and generally in such manner and upon such terms as the Company shall think fit, and to pay off or re-borrow such money in such manner and upon such terms as may appear fit or expedient.
- (q) To sell, improve, manage, develop, lease, dispose of, or otherwise deal with all or any part of the property of the Company.
- (r) To permit and allow any person or persons, club, or society to use and enjoy the said grounds, lands, buildings, pavilions and stands, and other hereditaments of the Company, for such purposes and upon such terms and conditions as shall be fixed and determined.

- (s) To employ amateur football players, cricketers, and other athletes, and to hire, employ, and pay professional football players, cricketers and other professional athletes, and also servants and workmen for attending to the ground or grounds for the time being of the Company, taking gate-money at matches, sports and festivals, and for carrying out any other object which the Company shall think advisable.
  - (t) To pay all or any expenses incurred in connection with the formation, promotion, and incorporation of the Company, or to contract with any person, firm, or company to pay the same, and to pay commissions to brokers and others for underwriting, placing, selling, or guaranteeing the subscription of any shares, debentures, or securities of the Company, and to remunerate any person rendering services to the Company.
  - (u) To do all such other lawful acts and things as are incidental or conducive to the attainment of the above objects, or any of them.
  - (v) To give credit on such terms as may be considered expedient and receive money on deposit or loan from, and give guarantees or become security for any persons, firms or companies.
  - (w) Without prejudice to any of the foregoing to carry on business as a general commercial company.
4. The liability of a Member is limited.
5. The capital of the Company is £50,000 divided into 50,000 shares of £1 each, with power to increase or reduce the same, and to issue any part of the original or increased capital with such preferences, priorities, rights or privileges, or subject to such restrictions, or with rights postponed or deferred, in such manner as the company in general meeting may determine.