

Number of }
Certificate }

173230

Form No. 41.

"THE COMPANIES (CONSOLIDATION) ACT, 1908." 1917

Declaration of Compliance



A
Companies'
Fee Stamp
of 5s.
should be
impressed
here.

WITH THE

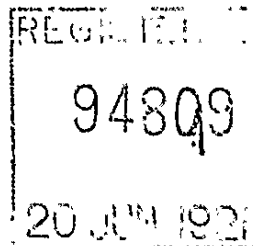
REQUIREMENTS OF THE COMPANIES
(CONSOLIDATION) ACT, 1908

Made pursuant to Section 17, Sub-Section 2, of The Companies (Consolidation)
Act, 1908, on behalf of a Company proposed to be Registered as

Carlisle United Association Football Club (1921)

LIMITED.

(See Page 2 of this Form.)



27331-12.12.

TELEGRAMS: "CERTIFICATE. FLEET, LONDON."

TELEPHONE NUMBER: 246 HOLBORN.

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, Publishers, and Stationers,

116 & 117 CHANCERY LANE, LONDON, W.C.

Presented for filing by



J. Thomas Sibson

of Scotch Sheet in the City of Carlisle

*Here insert--
"A Solicitor
of the High
Court en-
gaged in the
formation,"
or "A person
named in the
Articles of
Association
as a
Director (or
Secretary)."

Do solemnly and sincerely Declare that I am* a Solicitor of
the High Court engaged in the formation
of the farlisle United Association Football
Club (1921)

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 the City of
Portland,

the 15th day of June

Thos. Silsby

One thousand nine hundred and *twenty one*

before me,

re me,
- Hain Westwood

A Commissioner for Oaths.

175280/4

Number of
Certificate }

[Form No. 42.]

"THE COMPANIES ACTS, 1908 to 1917."



A
Companies
Fee Stamp
of 5s.
must be
impressed
here.

Consent to Act as Director

OF

Carlisle United Association Football

Club (1921)

LIMITED.

(To be signed and filed with the Registrar of Joint Stock Companies pursuant to Section 72, Sub-Section 1 (i), of The Companies (Consolidation) Act, 1908.)

(See Page 2 of this Form.)

51228-6.19.

TELEGRAMS: "CERTIFICATE, FLEET, LONDON."

TELEPHONE NUMBER: HOLBORN 248.

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, Publishers, and Stationers,

**116 & 117 CHANCERY LANE, LONDON, W.C. 2
and 13 BROAD STREET PLACE, E.C. 2.**

Presented for filing by

REGISTERED

94905

20 JUN 1921



TO THE REGISTRAR OF JOINT STOCK COMPANIES.

~~I~~ We the undersigned hereby testify ~~my~~ ~~for~~ our] consent to act as
~~Director~~ [or Directors] of *Carlisle United Association*
Football Club (1921) LIMITED,
pursuant to Section 72, Sub-Section 1 (i), of The Companies (Consolidation)
Act, 1908.

* SIGNATURE.	ADDRESS.	DESCRIPTION.
<i>William Patterson</i>	<i>28 Melbourne Road Carlisle</i>	<i>Printer</i>
<i>John L. Spothwaite</i>	<i>23 Derwent Street "</i>	<i>Departmental Foreman</i>
<i>Wm. Fraser</i>	<i>19 Lucy Street "</i>	<i>Stores Clerk</i>
<i>R. Foster</i>	<i>High Cumberdale "</i>	<i>Block Cutter</i>
<i>E. J. Hodgson</i>	<i>34 Blackwell Road "</i>	<i>Delivery Foreman</i>
<i>J. Kirkpatrick</i>	<i>6 Cranville Terrace "</i>	<i>Printers Cutter</i>
<i>Thomas M. Math.</i>	<i>28 Beaconfield Street "</i>	<i>Storekeeper</i>
<i>James Mui</i>	<i>39 Ashley Street "</i>	<i>Electrician</i>
<i>Wm. Nicholson</i>	<i>75 Burnock Road "</i>	<i>Clerk</i>
<i>John Taylor</i>	<i>45 Newcastle Street "</i>	<i>Fitter</i>

Dated this *8th* day of *April*, 19 *21*.

* If a Director signs by "his Agent authorised in writing," the authority (stamped with 10s. as a Power of Attorney) must be produced to the Registrar.

175280 /u

Number of }
Certificate }

[Form No. 43.]

"THE COMPANIES ACTS, 1908 to 1917."



A
Companies'
Fee Stamp
of 5s.
must be
impressed
here.

List of the Persons
who have consented to be Directors

OF

Carlisle United Association Football Club (1921)

LIMITED.

(To be delivered to the Registrar of Joint Stock Companies, pursuant to
Section 72, Sub-Section 2, of The Companies (Consolidation) Act, 1908.)

(See Page 2 of this Form.)

REGISTERED
94904

20 JUN 1921

51896-7.19.

TELEGRAMS: "CERTIFICATE, FLEET, LONDON."

TELEPHONE NUMBER: HOLBORN 246.

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, Publishers, and Stationers,

116 & 117 CHANCERY LANE, LONDON, W.C. 2,

and 13 BROAD STREET PLACE, E.C. 2.

Presented for filing by



TO THE REGISTRAR OF JOINT STOCK COMPANIES.

I ~~or Mr~~ *George Bristow*, the undersigned, hereby give you notice, pursuant to Section 72, Sub-Section 2, of The Companies (Consolidation) Act, 1908, that the following persons have consented to be Directors of *Carlisle United Association Football Club (1921)* LIMITED.

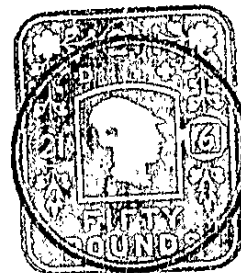
NAME.	ADDRESS.	DESCRIPTION.
<i>William Pattinson</i>	<i>28 Melbourne Road Carlisle</i>	<i>Printer</i>
<i>John Forster White</i>	<i>23 Derwent Street,</i>	<i>Departmental Foreman</i>
<i>William Fraser</i>	<i>19 Grey Street</i>	<i>Stores Clerk</i>
<i>Robert Foster</i>	<i>Highfurnessdale</i>	<i>Block Cutter</i>
<i>Edward John Hodgson</i>	<i>34 Blackwell Road</i>	<i>Delivering Foreman</i>
<i>John Kirkpatrick</i>	<i>6 Granville Terrace</i>	<i>Printers Cutter</i>
<i>Thomas McMath</i>	<i>28 Beaconsfield St</i>	<i>Store Keeper</i>
<i>James Muir</i>	<i>39 Anley Street</i>	<i>Biscuit Machinist</i>
<i>William Nicholson</i>	<i>75 Cunnock Road</i>	<i>Clerk</i>
<i>John Taylor</i>	<i>45 Newcastle Street</i>	<i>Fitter</i>

Signature, Address, and
Description of Applicant
for Registration.

George Bristow
43 Portland Place, Carlisle
Secretary

THE STAMP ACT, 1891; THE FINANCE ACT, 1899;
and THE FINANCE ACT, 1920.

COMPANY LIMITED BY SHARES.



Statement of the Nominal Capital

OF

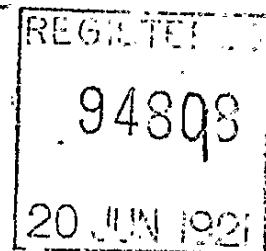
Carlisle United Association Football

Club (1921)

LIMITED,

Pursuant to Section 112 of The Stamp Act, 1891, as amended by Section 7 of The Finance Act, 1899, and by Section 39 of The Finance Act, 1920.

(See Page 2 of this Form.)



This Statement is to be lodged with the Memorandum of Association and other Documents when the Registration of the Company is applied for.

5m.—9.20.

TELEGRAMS: "CERTIFICATE, FLEET, LONDON."

TELEPHONE NUMBER: HOLBORN 248.

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, Publishers, and Stationers

116 & 117 CHANCERY LANE, LONDON, W.C. 2,
and 13 BROAD STREET PLACE, E.C. 2.

Presented for filing by



THE NOMINAL CAPITAL

OF

Carlisle United Association

Football Club (1921)

LIMITED,

is *Five thousand* Pounds,

divided into *Five thousand* Shares

of *One Pound* each.

Signature

George C. Bristol

Description

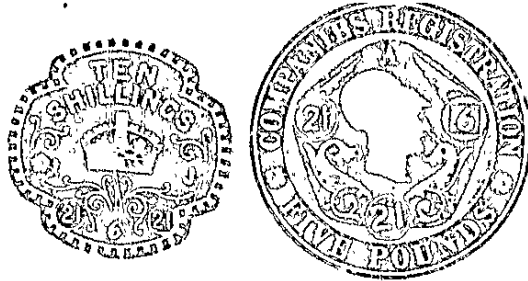
Secretary

Dated the *Eighth* day

of *April*, 19*21*.

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

*** This Statement should be signed by an Officer of the Company.*



"The Companies Acts, 1908 to 1917."

COMPANY LIMITED BY SHARES.

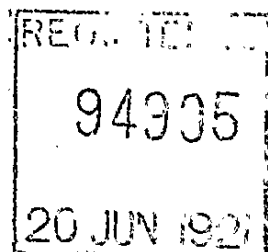
Memorandum of Association

OF

The Carlisle United Association Football Club (1921), Limited.

1. The Name of the Company is "THE CARLISLE UNITED ASSOCIATION FOOTBALL CLUB (1921), 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 acquire and take over as a going concern the Assets, Contracts, and Liabilities of the Unregistered Association or Club now known as "THE CARLISLE UNITED ASSOCIATION FOOTBALL CLUB."
 - (b) To promote the practice and play of Football, Cricket, Baseball, Lacrosse, Lawn Tennis, Hockey, Polo, Bowls, Cycle and Motor Riding, Running, Jumping, the Physical Training and Development of the Human Frame, and other Athletic Sports, Games, and Exercises of every description, and 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

Presented for filing by:-



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 to hold and conduct football matches, cricket, and other athletic sports, agricultural, horse, and flower shows, fêtes, gymnastic displays, and firework exhibitions.
- (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, and to grant any rights and privileges to subscribers.
- (e) To join in and promote 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 or 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 and 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 such ground or grounds, to fix and enforce a scale of charges for admission thereto, and for admission to such ground or grounds, and generally to set out and manage the same as may be required for the objects of the Company.
- (k) To become, if necessary, a member of and subscribe to The Football Association, The Football League, or any other alliance, league combination, or association having objects altogether or in part similar to those of the Company.
- (l) To effect insurance against accidents to the players, also against the loss of gate money, fire, damage, or burglary to the buildings or properties of the Company.
- (m) 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.
- (n) To invest the moneys of the Company not immediately required upon such securities as may from time to time be determined.

- (o) To borrow and raise money by mortgage or charge of the property 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 reborrow such money in such manner and upon such terms as may appear fit or expedient.
- (p) To sell, improve, manage, develop, lease, mortgage, dispose of, or otherwise deal with all or any part of the property of the Company.
- (q) To permit or allow any person or persons, clubs, 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.
- (r) To employ amateur football players, cricketers, and other athletes, and to hire, employ, and pay professional football players, cricketers, and other professional athletes and artistes, 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.
- (s) To pay all or any expenses incurred in connection with the formation, promotion, and incorporation of the Company, or to contract with any persons, firm, or company to pay the same, and to remunerate any person rendering services to the Company.
- (t) To do all such other lawful acts and things as are incidental or conducive to the above objects or any of them.

- (u) To support or subscribe to a charitable or public object, and any institution, society, or club which may be for the benefit of the Company or its employes, and to give pensions, gratuities, or charitable aid to any of the players, servants, and other employes of the Company, or to the wives, children, or other relations of such persons, and to form and contribute to provident and benefit funds for the benefit of any persons employed by the Company.
- (v) To take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to this Company or carrying on any business capable of being conducted so as to directly or indirectly benefit this Company.

4. The Liability of the Members is Limited.

5. The Capital of the Company is Five Thousand Pounds, divided into Five Thousand Shares of One Pound 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.

We the several persons whose Names, Addresses, and Descriptions 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.

NAMES, ADDRESSES, AND DESCRIPTIONS OF SUBSCRIBERS.	Number of Shares taken by each Subscriber.
<i>Leon Charles Barrett Gould</i> Hart Street, Carlisle Cinema Promoter	100
<i>Colville Kenneth Cuthbert</i> Doncaster Street Carlisle Merchant	20
<i>Thomas Rogerson</i> 52 Westmorland Street Carlisle Farmer	10
<i>William Patterson</i> 28 Melbourn Road Carlisle Lithographic Printer	5
<i>George Ruckers</i> 43 Portland Place Carlisle Departmental Foreman	5
<i>George Murray Ellis</i> 144 Hot Street, Carlisle Home Decorator	5
<i>Thomas Alexander</i> 165 Botchergate Carlisle Tobacconist	20

Dated the 14th day of June 1921.

Witness to the above Signatures—

Matthew Thompson
Midland Bank Chambers
Carlisle
Stockbroker

"The Companies Acts, 1908 to 1917."

COMPANY LIMITED BY SHARES.

Articles of Association

OF

**The Carlisle United Association Football Club
(1921), Limited.**

PRELIMINARY.

1. The Regulations contained in Table A in the First Schedule to The Companies (Consolidation) Act, 1908, shall not apply to this Company.

2. In these Articles, unless the context or subject requires a different meaning—

"The Statutes" shall mean The Companies Acts, 1908 to 1917, and every other Act incorporated therewith.

"The Register" shall mean the Register of Members to be kept as required by Section 25 of The Companies (Consolidation) Act, 1908.

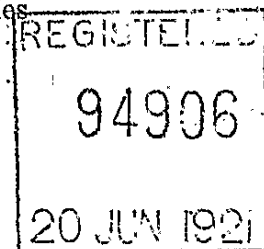
"Month" shall mean calendar month.

"Paid up" shall include "credited as paid up."

"Secretary" shall include any person appointed to perform the duties of Secretary temporarily.

"The Office" means the Registered Office for the time being of the Company.

"Writing" shall include print and anything in the nature of print or writing.



424

Words which have a special meaning assigned to them in the Statutes shall have the same meaning in these presents.

Words importing the singular number only shall include the plural, and the converse shall apply.

Words importing males shall include females.

Words importing individuals shall include corporations.

3. The Directors shall not employ the funds of the Company or any part thereof in the purchase of or by way of loan upon the Shares of the Company.

4. The Minimum Subscription upon which the Directors may proceed to allotment in the case of the first allotment of any Shares payable in cash is Shares to the nominal value of Five Hundred Pounds.

5. The joint Holders of a Share shall be severally liable for the payment of all Calls due in respect of such Share.

SHARES AND CERTIFICATES.

6. The Shares shall be under the control of the Directors, who may allot and dispose of the same to such persons on such terms and in such manner as they think fit. Shares may be issued at par or at a premium, and the Company may make any arrangements on the issue of Shares for a difference between the Holders of such Shares in the amount of Calls to be paid and in the time of payment of such Calls.

7. Preference Shares may be issued with a Cumulative Preference Dividend not exceeding Seven Pounds Ten Shillings per cent. for a period not exceeding three years, but the Company may not issue more Preference Shares than its subscribed Ordinary Shares.

8. The Company shall be entitled to treat the person whose name appears upon the Register in respect of any Share as the absolute owner thereof, and shall not be under any obligation to recognise any trust or equity or equitable claim to or interest in such Share, whether or not it shall have express or other notice thereof.

9 Every Member shall be entitled to one Certificate under the Common Seal of the Company signed by two Directors and the Secretary, specifying the number of Shares held by him, with the respective number of Shares and the amount paid up thereon, and if any Certificate be worn out or lost it may be renewed on payment of One Shilling or such less sum as the Directors may prescribe, and upon the person requiring the new Certificate giving up the worn-out Certificate or giving such evidence of its loss or destruction and such indemnity to the Company as will satisfy the Directors. Any renewed Certificate shall be marked as such.

10. A Share shall not be subdivided.

JOINT HOLDERS OF SHARES.

11. Where two or more persons are registered as the Holders of any Shares they shall be deemed to hold the same as joint tenants with benefit of survivorship, subject to the provisions following:—

- (a) The Company shall not be bound to register more than three persons as the Holders of any Share.
- (b) The joint Holders of any Share shall be liable, severally as well as jointly, in respect of all payments which ought to be made in respect of such Share.
- (c) On the death of any one of such joint Holders the survivor or survivors shall be the only person or persons recognised by the Company as having any title to such Share; but the Directors may require such evidence of death as they may deem fit.
- (d) Any one of such joint Holders may give effectual receipts for any Dividend, Bonus, or return of Capital payable to such joint Holders.
- (e) Only the person whose name stands first in the Register of Members as one of the joint Holders of any Share shall, unless all such joint Holders shall by writing request the Company to treat another of them as sole Holder, be entitled to delivery of the Certificate relating to such Share or to receive

notices from the Company, or to attend or vote at General Meetings of the Company, and any notice given to such person shall be deemed notice to all the joint Holders; but any one of such joint Holders may be appointed the proxy of the person entitled to vote on behalf of the said joint Holders, and as such proxy to attend and vote at General Meetings of the Company.

CALLS ON SHARES.

12. The Directors may from time to time make such Calls upon the Members in respect of all moneys unpaid on their Shares as they think fit, provided that twenty-eight days' notice at least, specifying the time and place for payment, is given of each Call, and each Member shall be liable to pay the amount of Calls so made to the persons and at the times and places appointed by the Directors.

13. A Call shall be deemed to have been made at the time when the resolution of the Directors authorising such Call was passed.

14. If the Call payable in respect of any Share be not paid before or on the day appointed for payment thereof, the Holders for the time being of such Share shall be liable to pay interest for the same at such rate, not exceeding Ten per centum per annum, as the Directors shall appoint from the day appointed for the payment thereof to the time of actual payment, but the Directors may, if they shall think fit, remit the payment of such interest or any part thereof.

15. The Directors may if they think fit receive from any Member willing to advance the same all or any part of the moneys due upon the Shares held by him beyond the sums actually called for; and upon the money so paid in advance, or so much thereof as from time to time exceeds the amount of the Calls then made upon the Shares in respect of which such advance has been made, the Company may pay interest at such rate as the Member paying such sum in advance and the Directors agree upon, or in default of agreement at such rate, not exceeding Five per centum per annum, as the Directors shall think fit.

TRANSFER OF SHARES.

16. The instrument of transfer of any Share in the Company shall be in writing, and shall be executed both by the transferor and transferee and duly attested, and the transferor shall be deemed to remain the Holder of such Share until the name of the transferee is entered in the Register in respect thereof.

17. Shares in the Company may be transferred in the usual common form or as near thereto as circumstances will permit.

18. The Directors may decline to register a transfer of any Shares upon which the Company has a lien, and in case the Shares are not fully paid up may decline to register a transfer to any person who in their opinion is not shown to be a responsible person. No Share may be transferred without the approval of the Directors.

19. A fee not exceeding the sum of Two Shillings and Sixpence may be charged for the registration of each transfer.

20. Every instrument of transfer shall be left at the Office for registration duly stamped, and accompanied by the Certificate of the Shares expressed to be transferred, and such other evidence as the Directors may require to prove the right of the transferor to make the transfer.

21. The Transfer Books shall be closed during the fourteen days immediately preceding the Ordinary General Meeting in each year.

TRANSMISSION OF SHARES.

22. On the death of any Member (not being one of several joint Holders of Shares) the executors or administrators of such deceased Member shall be the only persons recognised by the Company as having any title to such Shares.

23. Any person becoming entitled to a Share in consequence of the death, bankruptcy, or insolvency of any Member (herein referred to as "a person entitled by transmission") shall, within

three months of becoming so entitled, produce to the Company such evidence as may be reasonably required by the Directors to prove his title, including, in case of death, English probate or letters of administration, or Scottish confirmation, or Irish probate or letters of administration registered in England, and declare in writing his election either to be himself registered as a Member of the Company, or to have some other person named by him registered as the transferee of such Share.

24. If any person entitled to any Share by transmission shall give the required proof of his title, and shall declare his election to be himself registered as a Member of the Company, the Directors may forthwith place his name upon the Register in respect of the said Shares, and if such person as aforesaid shall give the required proof and nominate some other person to be registered, the person so nominating and the person so nominated shall respectively as transferor and transferee execute an instrument of transfer, and the name of the transferee may forthwith be placed upon the Register in respect of the said Shares.

25. Until any person becoming entitled to Shares by transmission shall have complied with the terms of the preceding Articles the Company may retain any Dividend or Bonus declared upon such Shares, and shall not be bound to recognise the title of the person claiming under such transmission, and if such person so becoming entitled to any partly paid Shares shall not have complied with the terms of the said Articles for a period of three months from the time of becoming so entitled, the Directors may cause to be served upon him a notice requiring him to comply with the said terms within a period not being less than one month from the date of such notice, and stating that if he does not comply with the requirements of the said notice the Shares in respect of which such notice is given will be liable to forfeiture; and if the person on whom such notice has been served shall not comply with the requirements thereof within the time named therein, the Shares in respect of which the said notice was given shall be liable to be forfeited by a resolution of the Directors passed at any time before the requirements of the said notice shall have been complied with.

26. The guardians of an infant Member and the committee of a lunatic Member may, upon producing to the Directors such evidence of their position as may be reasonably required, be placed upon the Register in respect of the Shares held by such infant or lunatic Member, as the case may be.

27. The Directors shall have the same right to refuse to register the person entitled to any Shares by reason of the death, bankruptcy, insolvency, lunacy, or infancy of any Member or his nominee as if he were the transferee named in an ordinary transfer presented for registration.

FORFEITURE OF SHARES.

28. If any Member fail to pay any Call on the day appointed for payment thereof the Directors may, at any time thereafter during such time as the Call remains unpaid, serve a notice on him requiring him to pay such Calls, together with interest accrued and any expenses incurred by reason of such nonpayment.

29. The notice shall name a further day on or before which such Call and all interest accrued and expenses incurred by reason of such nonpayment are to be paid. It shall also name the place where payment is to be made, the place so named being either the Registered Office of the Company or some other place at which Calls of the Company are usually made payable. The notice shall also state that in the event of nonpayment at or before the time and at the place appointed the Shares in respect of which such Call was made will be liable to forfeiture.

30. If the requisitions of any such notice as aforesaid be not complied with, any Shares in respect of which such notice has been given may, at any time thereafter before payment of all Calls or instalments, interest, and expenses due in respect thereof has been made, be forfeited by a resolution of the Directors to that effect.

31. Any Shares so forfeited shall be deemed the property of the Company, and may be disposed of in such manner, either subject to or discharged from all Calls made prior to the

forfeiture as the Directors think fit; or the Directors may, at any time before such Shares are disposed of, annul the forfeiture upon such terms as they may approve.

32. Any Member whose Shares have been forfeited shall, notwithstanding, be liable to pay to the Company all Calls owing upon such Shares at the time of forfeiture, together with interest thereon at such rate, not exceeding Ten per centum per annum, as the Directors shall appoint, down to the date of payment; but the Directors may if they shall think fit remit the payment of such interest or any part thereof.

33. When any Shares shall have been forfeited an entry shall forthwith be made in the Register of Members of the Company recording the forfeiture and the date thereof, and so soon as the Shares so forfeited have been disposed of an entry shall also be made of the manner and date of the disposal thereof.

34. The Company shall have a first and paramount lien for all debts, obligations, and liabilities of any Member of the Company upon all Shares (not fully paid up) held by such Member, whether alone or jointly with other persons, and upon all Dividends and Bonuses which may be declared in respect of such Shares: Provided always that if the Company shall register or agree to register a transfer of any Shares upon which it has such a lien as aforesaid without giving to the transferee notice of its claim, the said Shares shall be freed and discharged from the lien of the Company.

35. The Directors may serve upon a Member who is indebted or under obligation to the Company a notice requiring him to pay the amount due to the Company or satisfy the said obligation, and stating that if payment is not made, or the said obligation is not satisfied within a time (not being less than fourteen days) specified in such notice, the Shares held by such Member will be liable to be sold, and if such Member shall not comply with such notice within the time aforesaid the Directors may sell such Shares without further notice.

36. Upon any sale being made by the Directors of any Shares to satisfy the lien of the Company thereon the proceeds shall be applied: First, in the payment of all costs of such sale;

next, in satisfaction of the debts or obligations of the Member to the Company; and the residue (if any) shall be paid to the said Member or as he shall direct.

37. An entry in the Minute Book of the Company of the forfeiture of any Shares, or that any Shares have been sold to satisfy a lien of the Company, shall be sufficient evidence as against all persons entitled to such Shares that the said Shares were properly forfeited or sold; and such entry, and the receipt of the Company for the price of such Shares, shall constitute a good title to such Shares, and the name of the purchaser shall be entered in the Register as a Member of the Company, and he shall be entitled to a Certificate of Title to the Shares, and shall not be bound to see to the application of the purchase money. The remedy of the former Holder of such Shares, and of any person claiming under or through him, shall be against the Company and in damages only.

SURRENDER OF SHARES.

38. Any Member may make and the Company may accept a surrender of his Shares or any of them upon any terms which may be mutually agreed between such Members and the Directors: Provided always that the Capital of the Company shall not be reduced otherwise than in accordance with the provisions of the Statutes.

CAPITAL.

39. The Capital of the Company is Five Thousand Pounds, divided into Five Thousand Shares of One Pound each.

INCREASE OF CAPITAL.

40. The Directors may, with the sanction of a resolution of the Company previously given in General Meeting, increase the Capital by the issue of new Shares, such aggregate increase to be of such amount and to be divided into Shares of such respective amounts as the Company in General Meeting may direct, or if no direction be given as the Directors think expedient.

41. The new Shares shall (subject to the other provisions in these Articles) be issued upon such terms and conditions

and with such rights, priorities, or privileges as the Company in General Meeting shall direct, but this Article shall be subject to the provisions of Clause 5 of the Memorandum of Association.

42. The Company in General Meeting may direct that all new Shares shall be offered to the Members in proportion to the existing Shares held by them, in which case such offer shall be made by notice specifying the number of Shares to which the Member is entitled, and limiting a time within which the offer if not accepted will be deemed to be declined, but subject to such direction or if no such direction shall be given the Directors may dispose of the same in such manner as they think most beneficial to the Company.

43. Any Capital raised by the creation of new Shares shall, unless otherwise provided by the conditions of issue, be considered as part of the original Capital, and shall be subject to the same provisions with reference to the payment of Calls and the forfeiture of Shares on nonpayment of Calls, transfer and transmission of Shares, lien, or otherwise, as if it had been part of the original Capital.

REDUCTION OF CAPITAL.

44. The Company may from time to time by Special Resolution reduce its Capital in any manner allowed by law.

CONSOLIDATION OF SHARES.

45. The Company may consolidate its Shares or any of them.

MODIFICATION OF RIGHTS.

46. If and whenever the Capital is divided into Shares of various classes the rights and privileges of the Holders of Shares of each class may be varied or modified by any arrangement which is sanctioned on the one hand by an Extraordinary Resolution of the Holders of the Shares of each class, and on the other hand by a like resolution of the Holders of the remaining Shares of the Company, each such resolution being passed at a separate Meeting of the Members entitled to vote thereat. Meetings of the Holders of a class of Shares shall be subject as far as possible to the same rules and provisions as the Meetings of the Company, but so that the quorum of

Members of the class affected shall be the Holders of Shares of that class present in person or represented by proxy holding not less than one moiety of the issued Shares of that class.

BORROWING POWERS.

47. The Directors may raise or borrow money for the purposes of the Company's business, and may secure the repayment of the same by mortgage or charge upon the whole or any part of the assets and property of the Company, present or future, including its uncalled or unissued Capital, and may issue Bonds, Debentures, or Debenture Stock, either charged upon the whole or any part of the assets and property of the Company or not so charged, but so that the whole amount so borrowed or raised and outstanding at any one time shall not without the consent of the Company in General Meeting exceed the amount of the Share Capital of the Company for the time being issued or agreed to be issued. Provided that no mortgage or other security or charge upon any assets of the Company to secure more than the principal money advanced and interest at Seven and a Half per centum per annum shall be issued without the previous consent of The Football Association.

48. Any Bonds, Debentures, Debenture Stock, or other securities issued or to be issued by the Company shall be under the control of the Directors, who may issue them upon such terms and conditions and in such manner and for such considerations as they shall consider to be for the benefit of the Company.

49. The Company shall comply with the requirements of Sections 99 to 101 inclusive of The Companies (Consolidation) Act, 1908, in respect of filing with the Registrar such mortgages and charges as are therein mentioned, and with regard to keeping a register of mortgages and charges specifically affecting any property of the Company. The fee for inspection of instruments requiring registration under the Act shall be One Shilling for each inspection, but the Directors may waive the payment of such fee either in any particular case or generally.

GENERAL MEETINGS.

50. The first General Statutory Meeting shall be held at such time within the period allowed by law and at such place as the Directors may determine.

51. Subsequent General Meetings shall be held once in each year (not more than fifteen months after the holding of the last preceding General Meeting) upon such date and at such time and place as may be determined by the Directors.

52. The above-mentioned General Meetings shall be called "Ordinary" Meetings; all other General Meetings shall be called "Extraordinary" Meetings.

53. The Directors may whenever they think fit and they shall, upon a requisition made in writing by One Hundred Members in accordance with Section 66 of The Companies (Consolidation) Act, 1908, or any statutory modifications thereof, convene an Extraordinary General Meeting of the Company. If at any time there shall not be present in England and capable of acting sufficient Directors to form a quorum, the then continuing Director or Directors in England capable of acting, or if there shall be no such Directors then any five Members, may convene an Extraordinary General Meeting of the Company.

54. In the case of an Extraordinary Meeting called in pursuance of a requisition (unless such Meeting is called by the Directors) no business other than that stated in the requisition as the objects of the Meeting shall be transacted.

PROCEEDINGS AT GENERAL MEETINGS.

55. Seven days' notice at the least of every General Meeting specifying the place, the day, and the hour of meeting, and in case of special business the general nature of such business, shall be given to the Members in manner hereinafter mentioned or in such other manner (if any) as may be prescribed by the Company in General Meeting; but the accidental omission to give notice to any Member, or the non-receipt by any Members of such notice, shall not invalidate the proceedings of any General Meeting. Whenever it is intended to pass a Special Resolution the two Meetings may be convened by one and the same notice, and it shall be no objection that the notice convenes the second Meeting only contingently on the resolution being passed at the first Meeting.

56. The business of an Ordinary General Meeting shall be to receive and consider the accounts and balance sheets and the reports of the Directors and Auditors, to elect Directors in place

of those retiring, to fill vacancies, to elect Auditors and fix their remuneration, and to sanction a Dividend. All other business transacted at an Ordinary Meeting, and all business transacted at an Extraordinary Meeting, shall be deemed special.

57. No business shall be transacted at any General Meeting, except the declaration of a Dividend or the adjournment of the Meeting, unless a quorum of Members is present at the time when the Meeting proceeds to business; and such quorum shall consist of not less than twenty Members personally present.

58. If within half an hour from the time appointed for the Meeting a quorum is not present the Meeting, if convened upon the requisition of Members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week at the same time and place, and if at such adjourned Meeting the quorum is not present those Members who are present shall be deemed to be a quorum, and may do all business which a full quorum might have done.

59. The Chairman (if any) of the Board of Directors shall preside as Chairman at every General Meeting of the Company. If there is no such Chairman, or if at any Meeting he is not present within fifteen minutes after the time appointed for holding the Meeting, the Members present shall choose one of the Directors present to be a Chairman; or if no Director shall be present and willing to take the chair the Members present shall choose some one of their number to be Chairman.

60. The Chairman may with the consent of the Meeting adjourn any Meeting from time to time and from place to place, but no business shall be transacted at any adjourned Meeting other than the business left unfinished at the Meeting from which the adjournment took place.

61. At any General Meeting every question shall be decided in the first instance by a show of hands; and unless a poll is demanded by at least five Members a declaration by the Chairman that a resolution has been carried or not carried, or carried or not carried by a particular majority, and an entry to that effect in the Book of Proceedings of the Company, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

62. If a poll is demanded in the manner above mentioned it shall be taken at such time and in such manner as the Chairman directs, and the result of such poll shall be deemed to be the resolution of the Company in General Meeting. In the case of an equality of votes at any General Meeting, whether upon a show of hands or at a poll, the Chairman shall be entitled to a second or casting vote.

63. A poll may be demanded upon the election of the Chairman or upon a question of adjournment, but such poll shall be taken forthwith without adjournment. Any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.

VOTES OF MEMBERS.

64. Votes must be given personally.

65. Upon a show of hands every Member present in person shall have one vote only. Upon a poll every Member present in person shall have one vote only.

66. If any Member be a lunatic or idiot he may vote by his committee, *curator bonis*, or other legal curator.

67. No Member shall be entitled to vote at any General Meeting unless all Calls due from him have been paid, and no Member shall be entitled to vote in respect of any Share that he has acquired by transfer at any Meeting held after the expiration of three months from the incorporation of the Company unless he has been possessed of the Shares in respect of which he claims to vote for at least three months previously to the time of holding the Meeting at which he proposes to vote.

DIRECTORS.

68. The number of Directors shall be not less than seven and not more than fifteen.

69. The following persons shall be the first Directors of the Company: WILLIAM PATTINSON, JOHN CROSTHWAITE, WILLIAM FRASER, ROBERT FOSTER, EDWARD JOHN HODGSON, JOHN KIRKPATRICK, THOMAS McMATH, JAMES MUIR, WILLIAM NICHOLSON, and JOHN TAYLOR.

70. The qualifications of every Director shall be the holding in his own right of Shares or Stock of the Company of the nominal value of Five Pounds, and a Director shall not be entitled to receive any remuneration in respect of his office as Director.

POWERS OF DIRECTORS.

71. The business of the Company shall be managed by the Directors, who may pay all expenses incurred in getting up and registering the Company, and may exercise all such powers of the Company as are not by the Statutes or by these Articles required to be exercised by the Company in General Meeting, subject, nevertheless, to any regulation of these Articles, to the provisions of the Statutes, and to such regulations, not being inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Company in General Meeting; but no regulation made by the Company shall invalidate any prior act of the Directors which would have been valid if such regulation had not been made.

72. Subject to the restrictions herein and in the Memorandum of Association contained, the Directors shall have full powers of management and control over the conduct and affairs of the Company, and of exercising all powers within the scope of the Memorandum of Association, and also power to do all acts and things which they may consider proper or advantageous for carrying out the objects of the Company, and in particular, but so as not to restrain the preceding generality, they shall have power to do the following things:—

- (a) To pay all the preliminary expenses incurred in or about the formation, promotion, and registration of the Company and to procuring its Capital to be subscribed.
- (b) To appoint the Bankers and Solicitors of the Company, to engage and determine the duties and salaries of the Secretary and Secretaries, professional players and servants of the Company, and to remove any of such persons at their discretion.

- (c) To elect such persons as they shall approve of to be playing members of the Company upon such terms as they shall think fit.
- (d) To acquire and 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.
- (e) To issue season or other tickets admitting the holders thereof to the grounds of the Company upon such times and occasions and subject to such regulations as the Directors may determine. A Shareholder may have issued to him a season ticket or tickets subject to a deduction of Five per cent. from the amount charged to non-shareholders. Tickets so issued must not be sold, and any privilege granted under this Sub-Article shall be deemed to be restricted to the original Holder of the Shares, and not to devolve upon the personal representative or transferee of such Shareholder.
- (f) To use and dispose of, sell, or invest all the property or funds of the Company, and from time to time vary such investments at their discretion.
- (g) To exercise all powers and functions relating to the Company not hereby solely conferred upon the General Meetings of the Company.

- (h) To arrange such football and other matches, fêtes, and athletic sports mentioned in the Memorandum of Association, and to make all necessary arrangements for the holding thereof, and to fix and enforce a scale of charges thereto, and generally to carry out the objects of the Company.
- (i) To hire an office for carrying out the objects of the Company.
- (j) To draw upon the Bankers of the Company for any sum necessary for payment and satisfaction of the debts and liabilities of the Company, but so that all cheques shall be signed by two of the Directors and countersigned by the Secretary.
- (k) To institute, conduct, defend, compromise, and abandon legal proceedings by and against the Company and its officers and otherwise concerning the affairs of the Company.
- (l) To enter into contracts for the Company, and rescind, alter, and vary the same, and to contract on behalf of the Company as may be necessary in carrying out the objects of the Company.
- (m) To accept compromises of any debts due to the Company or of any claim or demand of the Company.
- (n) To refer any claims and demands of and against the Company to arbitration and to perform and observe the awards thereon.
- (o) To borrow any money required for the objects of the Company upon such securities as they may determine upon.
- (p) To make to every Ordinary General Meeting a full and particular report of the affairs of the Company.
- (q) To allot the Shares of the Company.

- (r) To make Calls from time to time in respect of all Capital unpaid on Shares, whatever be the number of Shares actually taken on.
- (s) To keep the Register of Members, the Register of Transfers, and the Seal of the Company, and to determine the form of the Certificate of the Shares.
- (t) To authorise the affixing of the Seal of the Company to any document, which shall only be affixed under a resolution of the Board, and such authorisation shall be evidenced by the signatures of at least two Directors to every document whereto the Seal may be affixed, and countersigned by the Secretary.
- (u) To remunerate any person rendering services to the Company, in its regular employ or not, in such manner as may seem fit.

73. The Directors may from time to time draw up or make and from time to time supplement, repeal, or vary rules or regulations for managing or regulating the affairs of the Company and the Membership thereof, and all rules and regulations so made and for the time being in force shall be binding on the Members of the Company, and shall have full effect accordingly: Provided always that no rule or regulation shall be made under this power which would amount to such an addition or alteration by a Special Resolution passed and confirmed in accordance with Section 69 of The Companies (Consolidation) Act, 1908. It is hereby expressly declared that rules and regulations as aforesaid may deal with matters and things comprised in or under the following heads or subjects: that is to say—

- (a) As to persons eligible for Membership of the Club.
- (b) As to the conditions on which persons shall be admitted to Membership of the Club.
- (c) As to the cases in which persons (if any) shall be entitled to Life Membership of the Club.
- (d) As to the entrance fees (if any) payable in respect of Membership of the Club.

- (e) As to the annual, quarterly, or other subscriptions or payments to be payable by the Members of the Club.
- (f) As to Honorary Members or visitors (if any).
- (g) As to the manner in which Membership of the Club, whether for life or otherwise, may be terminated or shall determine.
- (h) As to the rights and privileges which shall be accorded to the Members of the Club.
- (i) As to the qualifications, restrictions, and conditions which shall be attached to the Members of the Club.
- (j) As to the arrangements with any other club or association for reciprocal concessions or otherwise.
- (k) As to Committees of Members in connection with the management of the Club and as to the appointment, removal, qualification, disqualification, duties, functions, powers, and privileges of Members of any such Committees.
- (l) As to suspension of Membership.

DISQUALIFICATION OF DIRECTORS.

74. The office of a Director shall be vacated—

- (a) If he become bankrupt or insolvent or compound with his creditors;
- (b) If he become of unsound mind or be found a lunatic;
- (c) If he be convicted of an indictable offence;
- (d) If, subject to Article 70 hereof, he ceases to hold the necessary qualification in Shares or Stock, or do not acquire the same within two months from the date of his appointment; or shall absent himself from the Meetings of Directors for a period of three months without special leave of absence from the Directors;

(e) If he give the Directors twenty-eight days' notice in writing that he resigns his office.

But any act done in good faith by a Director whose office is vacated as aforesaid shall be valid unless, prior to the doing of such act, written notice shall have been served upon the Directors or an entry shall have been made in the Directors' Minute Book stating that such Director has ceased to be a Director of the Company.

75. A Director shall not be disqualified by his office from entering into contracts, arrangements, or dealings with the Company, nor shall any contracts, arrangements, or dealings with the Company be avoided, nor shall a Director be liable to account to the Company for any profit arising out of any contract, arrangement, or dealing with the Company by reason of such Director being a party to or interested in or deriving profit from any such contract, arrangement, or dealing, and being at the same time a Director of the Company, provided that such Director discloses to the Board at or before the time when such contract, arrangement, or dealing is determined upon his interest therein, or, if his interest is subsequently acquired, provided that he on the first occasion possible discloses to the Board the fact that he has acquired such interest. But, except as hereinafter contained, no Director shall vote as a Director in regard to any contract, arrangement, or dealing in which he is interested or upon any matter arising thereout, and if he shall so vote his vote shall not be counted, nor shall he be reckoned for the purpose of constituting a quorum of Directors: Provided that the provision herein contained as to not voting and as to the disclosure of interest shall not apply where such Director's interest is that only of a shareholder, manager, or director of a company with which such contract, arrangement, or dealing is entered into.

76. The continuing Directors may act notwithstanding any vacancy in their body, but so that if the number of Directors shall be less than the minimum number before specified they shall do no act other than appointing a Director or Directors, or calling a General Meeting of the Company, until the number of Directors has been made up to the said minimum.

ROTATION OF DIRECTORS.

77. At the Ordinary General Meeting in the year 1922, and at the Ordinary General Meeting in every subsequent year, three Directors shall retire from office, the three to retire each year being those who have been longest in office.

78. The order in which the first Directors are to retire shall, unless the Directors agree among themselves, be determined by ballot, and upon all occasions where several Directors have been in office an equal length of time, and some or one only of such Directors ought to retire, the Directors or Director to retire in default of agreement shall be determined by ballot. For the purposes of retirement by rotation a Director's term of office shall be computed from his most recent appointment.

79. A retiring Director shall be eligible for re-election.

80. The Company at the General Meeting at which any Directors retire in manner aforesaid shall fill up the vacated offices, and any other offices which may then be vacant, by electing the necessary number of persons, unless the Company shall determine to reduce the number of Directors.

81. If at any Meeting at which an election of Directors ought to take place the places of the vacating Directors are not filled up the vacating Directors, or such of them as have not had their places filled up, shall continue in office until the Ordinary Meeting in the next year, and so on from time to time until their places are filled up.

82. The Company may from time to time in General Meeting increase or reduce the number of Directors, and may also determine in what rotation such increased or reduced number is to go out of office.

83. The Directors shall have power at any time and from time to time to appoint any qualified person as Director either to fill up a casual vacancy or as an addition to the Board, but so that the total number of Directors shall not exceed the maximum fixed as above, and so that no such appointment shall be effective unless two thirds of the Directors in the United

Kingdom concur therein, but any Director so appointed shall hold office only until the next following General Meeting of the Company, and shall then be eligible for re-election.

84. The Company in General Meeting may by a Special or Extraordinary Resolution remove any Director before the expiration of his period of office, and may by an Ordinary Resolution appoint another person in his stead. The person so appointed shall hold office during such time only as the Director in whose place he is appointed would have held the same if he had not been removed.

85. Seven days' previous notice in writing shall be given to the Company of the intention of any Member to propose any person other than a retiring Director for election to the office of Director: Provided always that, if the Members present at a General Meeting unanimously consent, the Chairman of such Meeting may waive the said notice, and may submit to the Meeting the name of any person duly qualified.

PROCEEDINGS OF DIRECTORS.

86. The Directors may meet together for the dispatch of business, adjourn, and otherwise regulate their Meetings as they think fit, and determine the quorum necessary for the transaction of business. Until otherwise determined five Directors shall be a quorum. Questions arising at any Meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman shall have a second or casting vote. A Director may at any time summon a Meeting of the Directors. It shall not be necessary to give any notice of a Meeting of Directors to any Director who is absent from the United Kingdom.

87. The Directors may elect a Chairman of their Meetings, and determine the period for which he is to hold office; but if no such Chairman is elected, or if at any Meeting the Chairman is not present at the time appointed for holding the same, the Directors present shall choose some one of their number to be Chairman of such Meeting.

88. The Directors may delegate any of their powers to Committees consisting of such member or members of their body

as they think fit. Any Committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on him or them by the Directors. The regulations herein contained for the Meetings and proceedings of Directors shall, so far as not altered by any regulations made by the Directors, apply also to the Meetings and proceedings of any Committee.

89. All acts done by any Meeting of the Directors or of a Committee of Directors, or by any person acting as a Director, shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such Directors or persons acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Director.

90. The Directors shall cause Minutes to be made in a book provided for that purpose—

- (a) Of the names of the Directors present at each Meeting of Directors and Committees;
- (b) Of all appointments of officers made by the Directors;
- (c) Of all resolutions and proceedings of the Company and of the Directors and Committees.

And such Minutes as aforesaid, if signed by any person purporting to be the Chairman of any General Meeting of the Company or of any Meeting of the Directors or of any Committee, shall be receivable in evidence.

91. The Directors may award special travelling and out-of-pocket expenses out of the funds of the Company to any Director undertaking any work additional to that usually required of directors of a company similar to this.

THE SEAL.

92. The Directors shall forthwith procure a Common Seal to be made for the Company, and shall provide for the safe custody thereof. The Seal shall never be affixed to any document except by the express authority of a resolution of the Board

of Directors or of a Committee of Directors empowered thereto, and in the presence of at least two Directors, who shall affix their signatures to every document so sealed.

93. The Directors may from time to time cause to be broken up the Common Seal or any official Seal or Seals of the Company, and may renew the same or cause any other Seal or Seals to be substituted therefor.

DIVIDENDS.

94. Subject to the rights of the Holders of any Shares entitled to any priority, preference, or special privilege, the net profits of the Company shall be divisible by way of Dividend among the Members in proportion to the amount paid up on the Shares held by them respectively.

95. The Directors shall lay before the Company in General Meeting a recommendation as to the amount which they consider ought to be paid by way of Dividend, and the Company shall declare the Dividend to be paid, but such Dividend shall not exceed the amount recommended by the Directors, and a larger Dividend shall not be declared than the maximum Dividend allowed from time to time by The Football Association, and may be cumulative for a period not exceeding three years.

96. No Dividend shall be payable except out of the profits arising from the business of the Company.

97. The Directors may from time to time, subject as aforesaid, pay to the Members such interim Dividends as appear to the Directors to be justified by the profits of the Company.

98. A resolution passed by the Directors declaring that in their opinion the Company has made a profit out of which a proposed interim Dividend can be paid shall be conclusive on all the Members of the Company of the fact that profits have at that date been earned justifying the payment of such Dividend.

99. The Directors may deduct from the Dividends payable to any Member all such sums of money as may be due from him to the Company on account of Calls or otherwise.

100. Notice of any Dividend that may have been declared shall be given to each Member in the manner in which notices are given to the Members.

* 101. The Company may transmit any Dividend or Bonus payable in respect of any Share by ordinary post to the registered address of the Holder of such Share (unless he shall have given written instructions to the contrary), and shall not be responsible for any loss arising therefrom.

102. No Dividend shall bear interest as against the Company.

RESERVE FUND.

103. Before the declaration of a Dividend the Directors may set aside any part of the net profits of the Company to create a Reserve Fund, and may apply the same either by employing it in the business of the Company or by investing it in such manner (not being the purchase of or by way of loan upon the Shares of the Company) as they shall think fit, and the income arising from such Reserve Fund shall be part of the gross profits of the Company. Such Reserve Fund may be applied for the purpose of maintaining the property of the Company, replacing wasting assets, meeting contingencies, forming an Insurance Fund, or equalising Dividends, or for any other purpose for which the net profits of the Company may lawfully be used, and until the same shall be so applied it shall be deemed to remain undivided profit. The Directors may also carry forward to the accounts of the succeeding year or years any balance or profit which they shall not think fit either to divide or to place to reserve.

ACCOUNTS.

104. The Directors shall cause true accounts to be kept—

- (1) Of the property of the Company;
- (2) Of the sums of money received and expended by the Company, and the matters in respect of which such receipt and expenditure take place;
- (3) Of the credits and liabilities of the Company.

105. The Books of Account shall be kept at the Registered Office of the Company. The Directors shall by resolution determine to what extent and on what conditions the books and accounts of the Company or any of them shall be open to the inspection of the Members of the Company, and such Members shall have only such rights of inspection as are given to them by the Statutes or by such resolution as aforesaid: Provided always that the Company in General Meeting shall have a right to inspect and make extracts from any books of the Company.

106. At the Ordinary General Meeting in every year the Directors shall lay before the Company a statement of the income and expenditure for the past year, made up to a date not more than three months before such Meeting.

107. The statement so made shall show, arranged under the most convenient heads, the amount of gross income, distinguishing the several sources from which it has been derived and the amount of gross expenditure, distinguishing the expenses of the establishment, salaries, and other like matters. Every item of expenditure fairly chargeable against the year's income shall be brought into account so that a just balance of profit and loss may be laid before the Meeting, and in cases where any item of expenditure which may in fairness be distributed over several years has been incurred in any one year the whole amount of such item shall be stated, with a statement of what portion of such expenditure is charged against the income of the year.

108. A balance sheet shall be laid before the Company at the Ordinary General Meeting in every year, and such balance sheet shall contain a summary of the property and liabilities of the Company, and shall be accompanied by a report of the Directors upon the general state of the Company, and a recommendation as to the amount (if any) which the Directors consider ought to be paid by way of Dividend, not exceeding the amount aforesaid, and as to the amount (if any) which they propose to set aside as a Reserve Fund.

109. A printed copy of the balance sheet, statement, and report shall, seven days previously to such Meeting, be served on every Member in the manner in which notices are hereinafter directed to be served.

AUDIT.

110. Once at least in every year the accounts of the Company shall be examined and the correctness of the balance sheet and statement ascertained by an accountant.

111. The first Auditor of the Company shall be MATTHEW THOMPSON, Midland Bank Chambers, Carlisle, Accountant, who shall hold such appointment until the first Annual General Meeting, and every succeeding Ordinary General Meeting of the Company shall appoint an Auditor or Auditors.

112. A Director or other officer of the Company shall not be capable of being appointed Auditor of the Company.

113. The Directors may fill any casual vacancy in the office of Auditor, but while any such vacancy continues the surviving or continuing Auditor or Auditors (if any) may act.

114. The remuneration of the Auditors shall be fixed by the Company in General Meeting, except that the remuneration of any Auditor appointed to fill any casual vacancy may be fixed by the Directors.

115. Every Auditor of the Company shall have a right of access at all times to the books and accounts and vouchers of the Company, and shall be entitled to require from the Directors and officers of the Company such information and explanation as may be necessary for the performance of the duties of the Auditors, and the Auditors shall sign a certificate at the foot of the balance sheet stating whether or not all their requirements as Auditors have been complied with, and shall make a report to the Shareholders on the accounts examined by them and on every balance sheet laid before the Company in General Meeting during their tenure of office, and in every such report shall state whether in their opinion the balance sheet referred to in the report is properly drawn up so as to exhibit a true and correct view of the state of the Company's affairs as shown by the books of the Company, and such report shall be read before the Company in General Meeting.

NOTICES.

116. A notice may be served by the Company upon any Member either personally or by sending it through the post in a prepaid letter addressed to such Member at his registered

address. A notice of any Meeting convened to confirm a resolution previously passed as a Special Resolution may be given by the same notice which convenes the first Meeting or by advertisement.

117. No Member shall be entitled to have a notice served on him at any address not within the United Kingdom; and any Member whose registered address is not within the United Kingdom may by notice in writing require the Company to register an address within the United Kingdom which, for the purpose of the service of notices, shall be deemed to be his registered address. Any person not having a registered address within the United Kingdom and not having given notice as aforesaid shall be deemed to have received in due course any notice which shall have been displayed in the Registered Office of the Company, and shall remain there for the space of forty-eight hours.

118. Any notice served by post shall be deemed to have been served twenty-four hours after the letter containing the same shall have been posted; and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post-office or into any post-box subject to the control of the Postmaster-General. In estimating the number of days' notice given in any case the day of service shall be counted as one of such days.

119. All notices given by advertisement shall be advertised in one or more newspapers circulating in Carlisle as the Directors shall think proper, and shall be deemed to be served on the day when such advertisement shall appear, or if it shall not appear on the same day in the said two papers, then on the last of the days on which it shall so appear.

ARBITRATION.

120. If and whenever any difference shall arise between the Company and any of the Members or their respective representatives touching the construction of any of the Articles herein contained, or any act, matter, or thing made or done, or to be made or done, or omitted, or in regard to the rights and liabilities arising hereunder, or arising out of the relation existing between the parties by reason of these presents or of the Statutes or any of them, such difference shall be forthwith referred to two Arbitrators—one to be appointed by each party

in difference—or to an Umpire to be chosen by the Arbitrators before entering on the consideration of the matters referred to them, and every such reference shall be conducted in accordance with the provisions of The Arbitration Act, 1889.

DISSOLUTION OF COMPANY.

121. The dissolution of the Company may be determined on for any purpose whatever, and whether the object be the absolute dissolution of the Company or the reconstruction or modification of the Company or its amalgamation with any other company having similar objects, and when determined on the Directors shall carry the same into effect accordingly.

122. On the dissolution of the Company the surplus assets shall be applied: First, in repaying to the Members the amount paid on their Shares respectively, and if such assets shall be 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, and no Member shall be entitled to have any Call made upon other Members for the purpose of adjusting his rights, but where any Call has been made and has been paid by some of the Members such Call shall 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 to the Members the whole amount paid up on their Shares, the balance shall be given to the Football National War Fund or any benevolent fund in connection with The Football Association or to some other club or institute in the City or County having objects similar to those contained in the Memorandum of Association, or to any local charity or charitable or benevolent institution situate within the same City or County, such club, institution, or charity to be decided upon and such property apportioned among all or any of such clubs, institutions, or charities by the Members of the Club at or before the time of dissolution as they shall direct, or in default of any such decision or apportionment by the Members of the Club, the same to be decided upon and apportioned by a Judge of the High Court of Justice having jurisdiction in such winding up or dissolution and as he shall determine, or such balance may be disposed of in such other manner as the Members of the Club, with the consent of the Council of The Football Association (if then existing), shall determine.

NAMES, ADDRESSES, AND DESCRIPTIONS OF SUBSCRIBERS.

Leon Charles Basset Gault
 Hart Street, Carlisle
 Cinema Proprietor

Oliver Kinnaird Coulthard
 Rosedale Street, Carlisle
 Merchant

Thomas Rogerson
 52 Westwood Lane Street, Carlisle
 Farmer

William Patterson
 28 Melbourne Road, Carlisle
 Lithographic Printer

George Ruston
 43 Portland Place, Carlisle
 Departmental Foreman

George Murray Ellis
 14 Hope Street, Carlisle
 House Decorator

Thomas Henderson
 765 Butcher Gate, Carlisle
 Tobaccoist

Dated the 14th day of June, 1921.

Witness to the above Signatures—

Matthew Thompson
 Midland Bank Chambers
 Carlisle
 Solicitor

DUPLICATE FOR THE FILE.

No.

177286



Certificate of Incorporation

I Hereby Certify, That the

Carlisle United Association Football Club
(1921), Limited

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

Given under my hand at London this *Twentieth* day of *June*

One Thousand Nine Hundred and *Twentyone*.

Fees and Deed Stamps £ *7. 10/-*

Stamp Duty on Capital £ *50*

H. B. Little
Registrar of Joint Stock Companies.

Certificate received by *R. Platt*

for Jordan & Sons Ltd
W.B.2

Date

22/6/21

175280

Certificate No.

[Form No. 59.]

"THE TRADING WITH THE ENEMY AMENDMENT ACT, 1914."

[No Regis-
tration Fee
payable.]

Declaration

Made pursuant to Section 9, Sub-Section (1) (a), of the said Act.

NAME OF COMPANY

Carlisle United Association Football

Club (1921)

LIMITED.

(See Page 2 of this Form.)

REGISTERED
94900
20 JUN 1921

61560-2590-9.20.

TELEGRAMS: "CERTIFICATE, FLEET. LONDON."

TELEPHONE NUMBER: HOLBORN 246

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, Publishers, and Stationers,

116 & 117 CHANCERY LANE, LONDON, W.C. 2,

and 13 BROAD STREET PLACE, E.C. 2.

Presented for filing by



I *Thomas Sibson*
of *Scotch Street in the City of Carlisle*

Do solemnly and sincerely Declare that I am a Solicitor of the Supreme
Court engaged in the formation of *The Carlisle United*
Association Football Club (1921)

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 Sub-Section (2) of Section 2 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 *the City of*
Carlisle

the *14th* day of *April*,

Thos Sibson

One thousand nine hundred and *twentyone*

before me,

[Signature]

Number of
Certificate } 175280

[Form No. 44.]

"THE COMPANIES ACTS, 1908 to 1917."



A
Companies
Fee Stamp
of 5s.
must be
impressed
here.

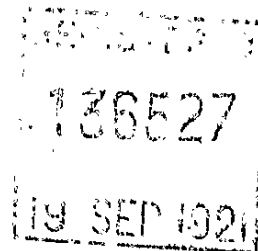
Declaration

MADE ON BEHALF OF

Carlisle United Association Football Club (1921)
LIMITED,

that the Conditions of Section 87, Sub-Section 1 (a) and (b), of The Companies
(Consolidation) Act, 1908, have been complied with.

(See Page 2 of this Form.)



(For use by a Company which issued a Prospectus on or with reference to its formation.)

TELEGRAMS: "CERTIFICATE. FLEET. LONDON."

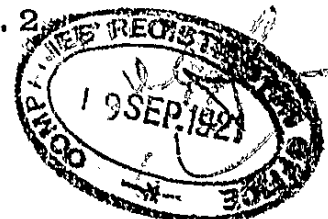
51895-7,19.
TELEPHONE NUMBER: HOLBORN 246.

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers, Publishers, and Stationers,

116 & 117 CHANCERY LANE, LONDON, W.C. 2.
and 13 BROAD STREET PLACE, E.C. 2.

Presented for filing by



I *George Bristow*

of *Portland Place, Carlisle*

being* *Secretary*

of *Carlisle United Association Football*

Club (1921)

LIMITED,

do solemnly and sincerely declare—

That the amount of the Share Capital of the Company offered to the public for subscription is *£5000*

That the amount fixed by the Memorandum or Articles of Association and named in the Prospectus as the Minimum Subscription upon which the Company may proceed to Allotment is *£500*

That Shares held subject to the payment of the whole amount thereof in cash have been allotted to the amount of *£235*

That every Director of the Company has paid to the Company on each of the Shares taken or contracted to be taken by him, and for which he is liable to pay in cash, a proportion equal to the proportion payable on Application and Allotment on the Shares offered for public subscription.

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 *the City of*
Carlisle

the *15th* day of *Sept*

One thousand nine hundred and *twenty*
one

before me,

A. L. Steele

Geo Bristow

No. 175280



Certificate under s. 87 (2) of the Companies (Consolidation) Act, 1908 (8 Edw. 7, c. 69), that a Company is entitled to commence business.

I hereby Certify, That the

Carlisle United Association Football Club
(1921) Limited

which was incorporated under the Companies Acts, 1908 to 1917, on the twentieth day of June 1921, and which has this day filed a statutory declaration in the prescribed form that the conditions of s. 87—1 (a) and (b) of the Companies (Consolidation) Act, 1908, have been complied with, is entitled to commence business.

Given under my hand at London this nineteenth day of September
One Thousand Nine Hundred and twentyone

K. B. Ellis
Registrar of Joint Stock Companies.

Certificate received by N. Easter
for Jordan & Sons, Ltd.
105

Date 21st Sept. 1921.

175280 / 18 / 115280 / 18. *See* *CR*

Carlisle United Association Football Club (1921)
LIMITED.

REGISTERED
60139
28 PR 1926

SPECIAL RESOLUTION.



Alteration of Article 65.

The subjoined Resolution was passed at an EXTRAORDINARY MEETING of Shareholders held on March 25th, 1926, and confirmed at a SPECIAL MEETING held on April 10th, 1926, viz.:—

"That Article 65 be deleted, and the following substituted in lieu thereof,
"viz.:—Upon a show of hands every Member present in person
"shall have one vote only. Upon a poll, every Member holding
"five Shares, or any lesser number, shall have one vote only, and
"all Members holding more than five Shares shall be entitled to
"one vote for every three Shares held."

Wm. Nicholson

Chairman.

George ...

George ...
Secretary.

BRUNTON PARK,
CARLISLE,
April 21st, 1926.

Handwritten signatures and notes at the bottom of the page.

The Companies Act, 1948

COMPANY LIMITED BY SHARE



(COPY)

Special Resolution

(Pursuant to The Companies Act, 1948, Sections 10 and 141)

OF

The Carlisle United Association Football Club (1921),
LIMITED

Passed the 29th day of November, 1949

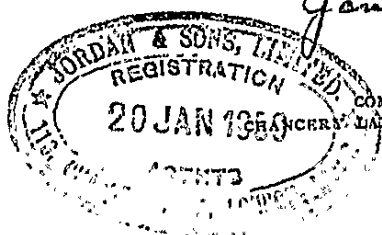
REGISTERED
20 JAN 1950

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company,
duly convened, and held at the Co-operative Hall, Botchergate, Carlisle, on
the 29th day of November, 1949, the following SPECIAL RESOLUTION
was duly passed:—

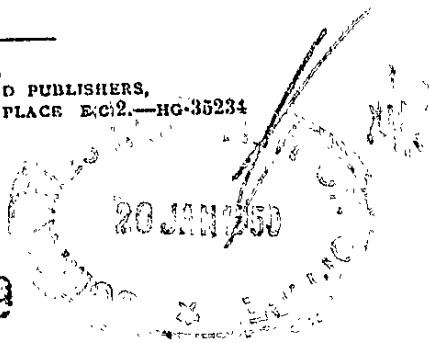
"That the new Articles of Association already approved by this
Meeting, and for the purpose of identification subscribed by
the Chairman thereof, be and the same are hereby adopted as
the Articles of Association of the Company in substitution for,
and to the exclusion of, all the existing Articles thereof."

Giovanni Comer
Director

Presented to the Registrar of Companies
on the 20th day of December, 1949



JORDAN & SONS, LIMITED,
COMPANY REGISTRATION AGENTS, PRINTERS, AND PUBLISHERS,
FRANCERY LANE, LONDON, W.C.2, AND 13 BROAD STREET PLACE E.C.2.—HG-35234



3099

COMPANY LIMITED BY SHARES

Articles of Association

OF

**The Carlisle United Association Football Club (1921),
LIMITED**

*(Adopted by Special Resolution passed on the 29th day of
November, 1949)*

PRELIMINARY.

1. The regulations contained in Table A in the First Schedule to The Companies Act, 1948 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, neither Clauses 53, 75, 76, 77, 93, 107, 108, 109, 128 and 129 in Part I of Table A nor the Clauses in Part II of Table A shall apply to the Company; but in lieu thereof, and in addition to the remaining Clauses in Part I of Table A, the following shall be the regulations of the Company.

SHARE CAPITAL AND SHARES.

2. The Share Capital of the Company at the time of the adoption of these Articles is Five Thousand Pounds, divided into Five Thousand Shares of One Pound each.

3. The Shares shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit.

4. A Share shall not be sub-divided.

5. Preference Shares may be issued with a Cumulative Preferential Dividend not exceeding Seven Pounds Ten Shillings per centum per annum for a period not exceeding three years, but the Company may not issue more Preference Shares than its subscribed Ordinary Shares.

GENERAL MEETINGS.

6. The Annual General Meeting shall not in any year be held on a date earlier than the 1st day of April; and Clause 47 in Part I of Table A shall be modified accordingly.

7. Every notice convening a General Meeting shall comply with the provisions of Section 136 (2) of The Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

PROCEEDINGS AT GENERAL MEETINGS.

8. No business shall be transacted at any General Meeting unless a quorum of Members is present at the time when the Meet-

ing proceeds to business; and such quorum shall consist of twenty-five Members.

VOTES OF MEMBERS.

9. Upon a poll every Member present in person shall have one vote only; and Clause 62 in Part I of Table A shall be modified accordingly.

DIRECTORS.

10. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less than seven nor more than twelve.

11. The Directors of the Company at the time of the adoption of these Articles are: WILLIAM BLYTH, ROBERT NIXON CLARK, GIOVANNI CORRIERI, WILLIAM HARRISON, JAMES HETHERINGTON, JOHN JOHNSTONE, EDWARD STANLEY LITTLE, JOHN ROBERT POTTS, J.P., GEORGE WILLIAM REED, PERCY W. SHARP, and JOHN TAYLOR.

12. The qualification of every Director shall be the holding of Shares of the Company to the nominal value of not less than Ten Pounds. A Director may act before acquiring his qualification, but he shall acquire his qualification within two calendar months of being appointed a Director.

13. A Director shall not be entitled to receive any remuneration in respect of his office as Director, or as an employé of the Company, but he shall be entitled to be repaid any disbursements or travelling expenses properly paid by him in the performance of his duties.

14. The office of a Director shall be vacated if he be suspended by The Football Association from taking part in football management.

15. Notwithstanding the provisions of any Statute for the time being in force regulating the appointment or retirement of Directors who attain or have attained a specified age, any person may be elected or re-appointed as a Director of the Company whatever may be his age, and no Director of the Company shall be required to vacate his office by reason of his attaining or having attained the age of seventy or any other age.

16. Clause 84 in Part I of Table A shall be read and construed as if Sub-Clauses (3), (4) and (5) of the said Clause were omitted therefrom.

17. No person other than a Director retiring at the Meeting shall, unless recommended by the Directors, be eligible for election to the office of Director at any Annual General Meeting unless during the period from the 1st day of January to the 28th day of February in the year in which such Meeting is to be held there shall have been left at the registered office of the Company notice in writing signed by a Member duly qualified to attend and vote at that Meeting of his intention to propose such person for election, and also notice in writing signed by that person of his willingness to be elected.

BORROWING POWERS.

18. No mortgage or other security or charge upon any assets of the Company to secure more than the principal money advanced and interest at the rate of Seven Pounds Ten Shillings per centum per annum shall be issued without the previous consent of The Football Association. All loans to the Company, except with the previous consent of The Football Association, shall be limited to the same rate of interest.

SHAREHOLDERS' SEASON TICKETS.

19. A Shareholder may have issued to him a season ticket or tickets subject to a deduction of Five per centum from the amount charged to non-Shareholders. Tickets so issued must not be sold and the privilege granted under this Article shall be restricted to such holder, and, in case of transference or death, to such member of his family as shall become the registered holder of the Shares. The privilege cannot be sold or granted to any other transferee.

DIVIDENDS.

20. A larger Dividend shall not be declared than the maximum Dividend allowed from time to time by The Football Association and may be cumulative for a period not exceeding three years. Until otherwise determined by The Football Association the maximum Dividend payable in respect of any year shall be Seven Pounds Ten Shillings per centum, but if the Dividend is paid free of income tax such maximum Dividend shall be Five Pounds per centum. All Dividends unclaimed for six years after having been declared may be forfeited by the Directors for the benefit of the Company.

NOTICES.

21. (i) If any notice sent by the Company to a Member (which expression in this Article shall include any person entitled to a Share in consequence of the death or bankruptcy of a Member) in a pre-paid envelope addressed to such Member at his registered place of address is returned to the Company by His Majesty's Postmaster-General undelivered, the Company may, on the expiration of one calendar month, and within three calendar months, send to such Member by registered letter post at such registered place of address a notice requiring such Member forthwith to notify the Company of the place of address to which notices are to be sent in future, and if such Member shall for the space of fourteen days fail to comply with the last-mentioned notice the Company shall have power to sell the Shares of such Member (at the fair value thereof as certified by the Auditor of the Company) to such person as may be nominated by the Directors, and the Company may receive the purchase money on behalf of the said Member, and may authorise some person to execute a transfer of the Shares in favour of the purchaser, who shall thereupon be registered as the holder of the Shares. The receipt of the Company for the purchase money shall be a good discharge to the purchaser, and after his name has been entered in the Register of Members in purported exercise of the aforesaid power, the validity of the proceedings shall not be questioned by any person.

(ii) Upon the sale of any Share in pursuance of Sub-Article (i) of this Article, the purchase money received by the Company shall be held by it upon trust for the person entitled thereto, and until

claimed may be invested or otherwise made use of for the benefit of the Company, and any money remaining unclaimed for a period of six years after having been received by the Company may be forfeited for the benefit of the Company, but the Company may, if it shall think fit, at any time annul the forfeiture of such money or any part thereof.

WINDING UP.

22. On the winding up of the Company the surplus assets shall be applied: First, in repaying to the Members the amounts paid up on their Shares respectively, and if such assets shall be insufficient to repay the said amounts in full, they shall be applied rateably, so that the loss shall fall upon the Members in proportion to the amounts called up on their Shares respectively, and no Member shall be entitled to have any call made upon other Members for the purpose of adjusting his rights, but where any call has been made and has been paid by some of the Members, such call shall 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 to the Members the whole amounts paid on their Shares, the balance shall be given to The Football Association Benevolent Fund, or to some other club or institute in the County of Cumberland having objects similar to those contained in the Memorandum of Association, or to any local charity, or charitable or benevolent institution situate within the said County, such club, institution, or charity to be decided upon and such surplus apportioned among all or any of such clubs, institutions, or charities by the Members of the Company at or before the time of dissolution as they shall direct, or, in default of such decision or apportionment by the Members of the Company, the same shall be decided upon and apportioned by a Judge of the High Court of Justice having jurisdiction in such winding up or dissolution, and as he shall determine, or such balance may be disposed of in such other manner as the Members of the Company, with the consent of the Council of The Football Association, if then existing, shall determine.

Giovanni Ameri



THE COMPANIES ACT, 1948

COMPANY LIMITED BY SHARES

(COPY)

Special Resolutions

(Pursuant to The Companies Act, 1948, Sections 10, 61 and 62)

REGISTERED

17 NOV 1953

OF

The Carlisle United Association Football Club (1921), Limited

Passed the 3rd day of November, 1953

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at The Co-operative Hall, Botchergate, Carlisle, in the County of Cumberland, on the 3rd day of November, 1953, the following SPECIAL RESOLUTIONS were duly passed:—

1. That the Share Capital of the Company be increased from £5,000 to £15,000 by the creation of 10,000 new Shares of £1 each, ranking equally in all respects with the 5,000 existing Shares of £1 each in the capital of the Company.
2. That the Articles of Association of the Company be altered as follows:—
 - (i) By deleting Article 9 and the heading thereto.
 - (ii) By deleting Article 10 and by substituting therefor the following new Article:—

10. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less than five nor more than seven: Provided that this Article shall not become effective until the Annual General Meeting of the Company to be held in the year 1954, and that until the holding of such Meeting the number of Directors shall be not less than seven nor more than twelve.
 - (iii) By deleting Article 12 and by substituting therefor the following new Article:—

12. The qualification of every Director shall be the holding of Shares of the Company to the nominal value of not less



than Fifty pounds. A Director may act before acquiring his qualification but he shall acquire his qualification within two calendar months of being appointed a Director.

- (iv) By inserting immediately before Article 18, under the heading "BORROWING POWERS", the following new Article to be numbered 17A: —

17A. Clause 79 of Part I of Table A shall be read and construed as if the proviso to such Clause were omitted therefrom.


Chairman

Presented to the Registrar of Companies
on the 17th day of November, 1953.

Number of
Company

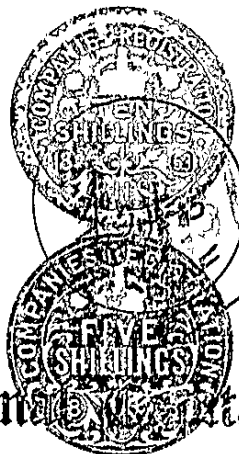
175280



Form No. 10

THE COMPANIES ACT, 1948

COMPANY HAVING A SHARE CAPITAL



Ad valorem
Companies
Fee Stamp
(including
Registration
Fee of 5s.)
must be
impressed
here

Notice of Increase in the Nominal Capital

OF

THE CARLISLE UNITED ASSOCIATION FOOTBALL CLUB (1921) LIMITED

LIMITED

REGISTERED

17 NOV 1953

Pursuant to Section 63 of The Companies Act, 1948

Telegrams : " CERTIFICATE, ESTRAND, LONDON "

Telephone No. : HOLBORN 0434 (6 Lines)

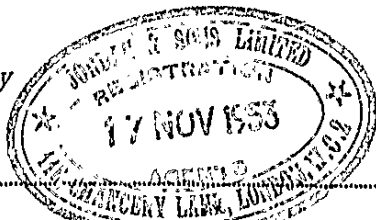
B8117

JORDAN & SONS, LIMITED,

Company Registration Agents, Printers and Publishers

116 Chancery Lane, London, W.C.2 and 13 Broad Street Place, E.C.2

Presented by



Notice of Increase in the Nominal Capital

OF

THE GARLISLE UNITED ASSOCIATION FOOTBALL CLUB (1921)

Limited

TO THE REGISTRAR OF COMPANIES.

The above-named Company hereby gives you notice, pursuant to Section 63 of The Companies Act, 1948, that by (a) Special Resolution of the Company dated the 3rd day of November 19 53 the Nominal Capital of the Company has been increased by the addition thereto of the sum of £ 10,000, beyond the Registered Capital of £ 5,000

The additional Capital is divided as follows:—

Number of Shares	Class of Share (b)	Nominal amount of each Share
<u>10,000</u>	<u>Ordinary</u>	<u>£1</u>

The conditions (e.g., voting rights, dividend rights, winding up rights, &c.) subject to which the new Shares have been or are to be issued are as follows:—

~~NONE~~

*The new Shares will rank in all respects
pari passu with the existing Shares of the
Company.*

Signature

[Handwritten Signature]

Description (c)

Secretary

Dated the thirteenth day

of November 19 53.

- (a) Insert "an Ordinary," "an Extraordinary," or "a Special," as the case may be.
(b) If any of the new Shares are Preference Shares state whether they are redeemable or not.
(c) State whether Director or Secretary of the Company.

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

Number of
Company }

175280

[Form No. 26

**THE STAMP ACT, 1891 ; THE REVENUE ACT, 1903 ;
and THE FINANCE ACT, 1933.**

COMPANY HAVING A SHARE CAPITAL



Inland
Revenue
Duty Stamp
to be
impressed
here.

Statement of Increase of the Nominal Capital

OF

THE CARLISLE UNITED ASSOCIATION FOOTBALL CLUB (1921)

LIMITED

REGISTERED

17 NOV 1953

Pursuant to Section 112 of The Stamp Act, 1891 ; Section 5 of The Revenue Act, 1903 ; and Section 41 of The Finance Act, 1933.

The Statement has to be registered with the Notice of Increase in the Nominal Capital and printed copy of the Resolution authorising the Increase required under Section 43 of The Companies Act, 1948.

SEC. 49 (5), FINANCE ACT 1973	
CREDIT ALLOWABLE	£ 20. —
CREDIT ALLOWED	£ 20. —
REFERENCE No.	B14811

B.8137

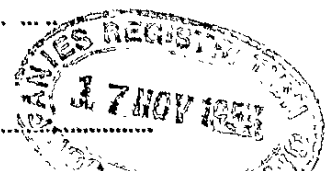
Telegrams : "CERTIFICATE, ESTRAND, LONDON."

Telephone No. : HOLBORN 0434 (6 lines)

JORDAN & SONS, LIMITED,

**Company Registration Agents, Printers, and Publishers,
116 Chancery Lane, London, W.C.2, and 13 Broad Street Place, E.C.2**

Presented by



THE NOMINAL CAPITAL

OF

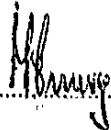
THE CARLISLE UNITED ASSOCIATION FOOTBALL CLUB

(1921)

LIMITED.

has, by a Resolution of the Company dated the 3rd day
of November, 19 53, been increased by the addition thereto of
the sum of 10,000 Pounds,
divided into 10,000 Shares
of £1 each
beyond the Registered Capital of £5,000

Signature



Description

Secretary

Dated the 11th day

of November, 19 53

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

* * This Statement should be signed by an Officer of the Company.

92



The Companies Act, 1948

COMPANY LIMITED BY SHARES

(COPY)

Special Resolution

(Pursuant to The Companies Act, 1948, Sections 10 and 141)

OF

Carlisle United Association Football Club (1921) Limited

Passed the 25th day of February, 1958.

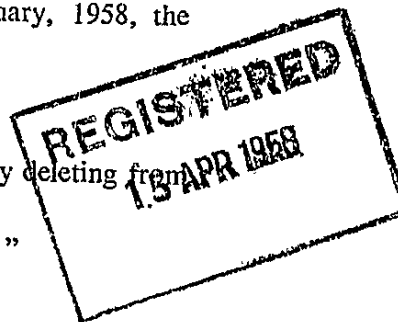
AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at the Co-operative Café Hall, Botchergate, Carlisle in the County of Cumberland, on the 25th day of February, 1958, the following SPECIAL RESOLUTION was duly passed:---

That the Articles of Association of the Company be altered by deleting from Article 17 the words

"the 1st day of January to the 28th day of February"

and substituting therefor the words

"the 1st day of May to the 30th day of June"



W. J. H. H. H.
Chairman.

64

A

THE COMPANIES ACTS 1948 TO 1976

Notice of new accounting reference date given after the end of an accounting reference period

Pursuant to section 3(2) of the Companies Act 1976

3a

Please do not write in this binding margin ↓

To the Registrar of Companies

For official use

Company number

☐ ☐ ☐ ☐ ☐ ☐

~~105820~~ 175280

Please complete legibly, preferably in black type, or bold block lettering.

Name of company

CARLISLE UNITED ASSOCIATION FOOTBALL CLUB (1921)
Limited *

* delete if inappropriate

hereby gives you notice in accordance with section 3(2) of the Companies Act 1976 that the company's new accounting reference date on which the previous accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is as shown below:

Note
Please read notes 1 to 5 overleaf before completing this form.

Day Month

3 1 0 8

† delete as appropriate

The previous accounting reference period of the company is to be treated as [shortened] [extended]† and [is to be treated as having come to an end] [will come to an end]† on

Day Month Year

3 1 0 8 1 9 8 1

‡ delete as appropriate

The company is a [subsidiary] [holding company]‡ of

CARLISLE RUGBY LEAGUE FOOTBALL CLUB LIMITED

, company number 1555248

the accounting reference date of which is 31st AUGUST.

§ delete as appropriate

Signed R. S. Liddell [Director] [Secretary]§ Date 23.11.81.

Presenter's name, address and reference (if any):

R.S. LIDDELL
15, VICTORIA PLACE
CARLISLE
CA1 1EW

For official use
General section

Post room



Form F104 (No. 3a)

© Fourmat Publishing
25 Bedford Row
London WC1R 4HE
February 1981

24

THE COMPANIES ACTS 1948 TO 1980

Declaration by old public company that
it does not meet the requirements for
a public company

Pursuant to section 8(9) of the Companies Act 1980

Please do not
write in this
binding marginPlease complete
legibly, preferably
in black type, or
bold block
letteringDelete as
appropriate

For official use

Company number

200

175280

Name of company

CARLISLE UNITED ASSOCIATION FOOTBALL CLUB (1921)

Limited

I, ROBERT STABLE LIDDELL

of 15 VICTORIA PLACE, CARLISLE CA1 1EW.

being ~~the Secretary~~ [a Director]* of the above named company do solemnly and sincerely declare:
that the company does not at the time of this Declaration satisfy the conditions
specified in section 8(11) of the Companies Act 1980

And I make this solemn Declaration conscientiously believing
the same to be true and by virtue of the provisions of the
Statutory Declaration Act 1835

Declared at

6 Victoria Place Carlisle Cumbria

Signature of Declarant

the 7th day of March

One thousand nine hundred and eighty-two

before me

W. S. P. M. H.

A Commissioner for Oaths or Notary Public or Justice of the Peace
or Solicitor having the powers conferred on a Commissioner
for Oaths

Presentor's name, address and
reference (if any):

ARMSTRONG, WATSON & CO.
CHARTERED ACCOUNTANTS
15 VICTORIA PLACE
CARLISLE

T/C.

For official use
General section

Post room



FILE COPY



CERTIFICATE STATING COMPANY IS A PRIVATE COMPANY

No. 175280 / 201

I hereby certify that

CARLISLE UNITED ASSOCIATION FOOTBALL CLUB (1921) LTD.

is, with effect from 10TH MARCH 1982 a private company
within the meaning of the Companies Act 1980.

Dated at Cardiff the 10TH MARCH 1982


Assistant Registrar of Companies

No. of Company: 175280 / 217

form No. C.A.51

THE COMPANIES ACTS 1948 TO 1976

(COPY)

resolution (1)

123
pursuant to section 140 of the Companies Act 1985

of
CARLISLE UNITED A.F.C. (1921) Limited

Passed the 26th day of MARCH 1986

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at CARLISLE UNITED A.F.C. (1921) LTD.

SUNSET SUITE, BRUNTON PARK, CARLISLE CA1 1LL.

on the 26th day of MARCH 1986

the following (1) SPECIAL RESOLUTION was duly passed:—

(2)

That the Directors shall have unconditional authority to allot, grant options over, offer or otherwise deal with or dispose of any relevant securities of the Company on and subject to such terms and conditions as the Directors shall determine. The authority hereby conferred shall be for a period expiring on the fifth anniversary of this Resolution unless renewed varied or revoked by the Company in General Meeting and sub-section 1 of Section 89 of the Companies Act 1985 shall be excluded from application to any such allotment and the maximum amount of relevant securities which may be allotted pursuant to such authority shall be the authorised but as yet unissued share capital of the Company at the date hereof.

[Signature]
CHAIRMAN.



NOTES:

(1) Insert "Special" or "Extraordinary" as the case may be

No. of Company: 175280 2/8

form No C.A.51

THE COMPANIES ACTS 1948 TO 1976

(COPY)

resolution (1)

123
pursuant to section 140 of the Companies Act 1948 1985

of
CARLISLE UNITED A.F.C. (1921) Limited

Passed the 26th day of MARCH 1986

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at CARLISLE UNITED A.F.C. (1921) LTD.

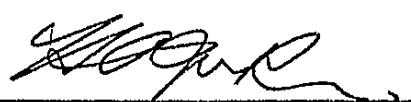
SUNSET SUITE, BRUNTON PARK, CARLISLE CA1 1LL.

on the 26th day of MARCH 1986

the following (1) SPECIAL RESOLUTION was duly passed:—

(2)

That the Directors shall have unconditional authority to allot, grant options over, offer or otherwise deal with or dispose of any relevant securities of the Company on and subject to such terms and conditions as the Directors shall determine. The authority hereby conferred shall be for a period expiring on the fifth anniversary of this Resolution unless renewed varied or revoked by the Company in General Meeting and sub-section 1 of Section 89 of the Companies Act 1985 shall be excluded from application to any such allotment and the maximum amount of relevant securities which may be allotted pursuant to such authority shall be the authorised but as yet unissued share capital of the Company at the date hereof.


H.A. JENKINS
CHAIRMAN

NOTES:

(1) Insert "Special" or "Extraordinary" as the case may be.

(2) This copy Resolution must be signed by the Chairman of the Meeting or a Director or the Secretary of the Company, and must then be filed with the Registrar of Companies within 15 days after being passed.

Jordan & Sons Limited Legal and Information Services, Printers and Publishers

Jordan House, 47 Brunswick Place, London N1 6EE Telephone 01-253 3030 Telex 261010

CARLISLE UNITED A.F.C. (1921), LTD.

Registered Office: BRUNTON PARK, CARLISLE CA1 1LL

Members of the Football Association and Football League

Registered Number 175280 England

Football Club: Telephone 26237

Promotions Office: Telephone 24014 Carlisle



Chairman:
H.A. JENKINS

Team Manager:
R. STOKOE

Club Secretary:
Mrs. L. ALLAN

Commercial Manager:
G. BUTTERFIELD

NOTICE OF SPECIAL BUSINESS

At the ANNUAL GENERAL MEETING of Carlisle United A.F.C. (1921) Ltd. at Brunton Park, Carlisle, on Wednesday, 26th March 1986, at 7.30 p.m. the following SPECIAL RESOLUTION will be proposed as Special Business following the Ordinary Business outlined in the Notice convening the Annual General Meeting.

SPECIAL RESOLUTION

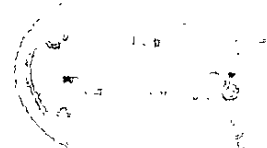
"That the Directors shall have unconditional authority to allot, grant options over, offer or otherwise deal with or dispose of any relevant securities of the Company on and subject to such terms and conditions as the Directors shall determine. The authority hereby conferred shall be for a period expiring on the fifth anniversary of this Resolution unless renewed varied or revoked by the Company in General Meeting and sub-section 1 of Section 89 of the Companies Act 1985 shall be excluded from application to any such allotment and the maximum amount of relevant securities which may be allotted pursuant to such authority shall be the authorised but as yet unissued share capital of the Company at the date hereof".

By Order of the Board,

R.S. LIDDELL,
COMPANY SECRETARY.

H.A. JENKINS

CHAIRMAN



175280

CARLISLE UNITED A.F.C. (1921) LTD.

Registered Office: BRUNTON PARK, CARLISLE CA1 1LL

Members of the Football Association and Football League

Registered Number 175280 England

Football Club: Telephone 26237

Promotions Office: Telephone 24014 Carlisle



Chairman:
H.A. JENKINS

Team Manager:
R. STOKOE

Club Secretary:
Mrs. L. ALLAN

Commercial Manager:
G. BUTTERFIELD

Our Ref: HAJ/LA

Dear Shareholder,

You will note that Item 4. on the Agenda for the Annual General Meeting is to allow the Board of Directors powers to increase the authorised Share Capital of the Company from £15,000 to £50,000.

The Special Resolution (on the insert sheet) allows the Board of Directors to then issue the shares within a five year period.

If you have any desire to purchase any additional shares in the Club would you please contact Mrs. L. Allan, the Club Secretary with the completed 'tear-off' portion.

Yours sincerely,

H.A. JENKINS
CHAIRMAN

R.S. LIDDELL, F.C....
COMPANY SECRETARY



I of

.....

wish to subscribe for Ordinary Shares of £1.00 each in

Carlisle United A.F.C. (1921) Ltd.

DATED: SIGNED:

Notice of increase in nominal capital

123

Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

**Please complete
legibly, preferably
in black type, or
bold block lettering**

To the Registrar of Companies

For official use

Company number

[214]

175280

Name of company

* CARLISLE UNITED A.F.C. (1921) LTD.

* insert full name
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 26.3.86. the nominal capital of the company has been increased by £ 35,000 beyond the registered capital of £ 15,000.

§ the copy must be printed or in some other form approved by the registrar

A copy of the resolution authorising the increase is attached.\$

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follow:

ISSUE 35,000 £1 ORDINARY SHARES RANKING PARI PASSU WITH TRUSTED SHARES.

**Please tick here if
continued overleaf**

† delete as appropriate

Signed

[Director][Secretary]† Date

8465

Presenter's name address and reference (if any):

Brunton, Mark
Carlisle
Luntz, Carol

For official Use

General Section

Post room

[COPY]

special resolution(s)

J 3782

name of company

Company Number

175280.

CARLISLE UNITED A.F.C. (1921)

Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at BRUNTON PARK, WARWICK ROAD, CARLISLE. CA1 1LL.

on the 30TH day of JUNE 19 87

the following SPECIAL RESOLUTION(S) was/were duly passed:-

RESOLUTION.

That the Articles of Association of the Company be altered as follows:-

- a) Clause 1 be amended by the deletion of the reference to clause 77 of the regulations contained in Part 1. of table A in the first Schedule of the Companies Act 1948.
- b) Clause 10 be deleted and substituted by the following Clause:-
10 . Unless otherwise determined by ordinary resolution the number of Directors shall not be subject to any maximum but shall not be less than two.
- c) Clause 12. be deleted.

SIGNED
(CHAIRMAN).

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

[COPY]

special resolution(s)

J3782

Company Number

175280

name of company

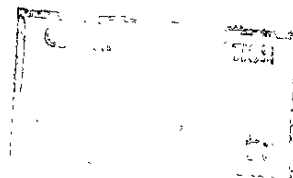
..... CARLISLE UNITED A.F.C. (1921) Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at Brunton Park

on the 26th day of March 19 86

the following SPECIAL RESOLUTION(S) was/were duly passed:-

That the authorised share capital of the Company be increased from £15,000 to £50,000 by the creation of another 35,000 Ordinary Shares of £1.00 each to rank pari passu in all respects with the existing Ordinary shares in the capital of the Company.



SIGNED

[Signature]

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

Notice of increase in nominal capital

123

Please do not
write in
this margin

Pursuant to section 123 of the Companies Act 1985

To the Registrar of Companies

For official use * Company number

--	--	--	--

175280

Name of company

* CARLISLE UNITED AFC (1921) LIMITED

gives notice in accordance with section 123 of the above Act that by resolution of the company dated 30 JUNE 1987 the nominal capital of the company has been increased by £ 50,000 beyond the registered capital of £ 50,000.

A copy of the resolution authorising the increase is attached.†

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follow:

The new shares are Ordinary Shares of £1 each which rank par passu in all respects with the existing Ordinary shares in the capital of the Company

Please tick here if
continued overleaf

✓

Signed

[Signature]

[Director][Secretary]† Date 22.2.88

† delete as
appropriate

Presenter's name address and
reference (if any):

For official Use
General Section

Post room

[COPY]

special resolution(s)

J3782

name of company

Company Number

175280

.....CARLISLE UNITED A.F.C. (1921)..... Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at Brunton Park

on the 30th day of June 19 87

the following SPECIAL RESOLUTION(S) was/were duly passed:-

That the authorised share capital of the Company be increased from £50,000 to £100,000 by the creation of another 50,000 Ordinary Shares of £1.00 each to rank pari passu in all respects with the existing Ordinary shares in the capital of the Company.

SIGNED



NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

PRINTED AND SUPPLIED BY

Jordans

JORDAN & SONS LIMITED
JORDAN HOUSE
BRUNSWICK PLACE
LONDON N1 6EE
TELEPHONE 01 253 3030
TELEX 251010

[COPY]

special resolution(s)

J3782

Company Number

175280

name of company

SUNSET UNITED A.F.C. (1921) LTD.

Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at SUNSET STATION, WIMBORNE PARK, W. LONDON, CARBIDE, 0-1 171.

on the THIRTY day of AUGUST 19 68

the following SPECIAL RESOLUTION(S) was/were duly passed:-

RESOLUTION.

That the Articles of Association of the Company be altered as follows:-

(a) Clause 1 be amended to delete reference to Clause 52 of the regulations contained in part I of Table A in the First Schedule of the Companies Act 1948 and to insert Clause B4 therein of the said Table A.

(b) Clauses 2,3,4, and 5 be deleted in their entirety and the following substituted therefor.

" 2. (1) Subsection (1) of Section 89 of the Companies Act 1985 shall apply included in its application in relation to allotments by the Company of any equity securities of the Company.

(2) In this Article the expressions "allotments" and "equity securities" have the same meanings respectively as they have in the said Section 89.

(3) A Share shall not be sub-divided

(c) Clause 8 be deleted in its entirety.

(d) Clause 10 be amended to read:

" 10. The Directors of the Company are WILLIAM JAMES JONES

JOHN ROBERT SHEPHERD, ROBERT STANLEY LINDLEY, CHRISTOPHER J. JONES,

JOHN LARRY LLOYD, GARY JOHN WATSON, JOHN ALAN LLOYD, and

(e) Clause 11 be deleted in its entirety and the following substituted therefor:

" 11 (i) Where the Company is in full compliance with the Football Association and only from time to time, the Company shall be notified to and approved by the Football Association in the manner in which the Company's first team is a member of the Football Association or otherwise as determined by the Football Association.

SIGNED

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
- (2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

PRINTED AND SUPPLIED BY

Jordans

JORDAN & SONS LIMITED
JORDAN HOUSE
BRUNSWICK PLACE
LONDON N1 6EE
TELEPHONE 01 253 3030
TELEX 261010



(2) The Directors may be paid all reasonable travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Directors or any committee of the Directors or general meetings of the Company or otherwise in connection with the business of the Company".

(f) Clause 14 be deleted in its entirety.

(g) Clause 15 be deleted in its entirety.

(h) Clause 17 be deleted in its entirety.

(j) Clause 18 be deleted in its entirety.

(k) Clause 19 be deleted in its entirety, and the following substituted therefor:

" 19. No dividend shall be declared on any share which is larger than the maximum dividend allowed from time to time by or pursuant to the rules of the Football Association in respect of a share of that class nor shall any capital dividend be paid without the written consent of the Council of the Football Association".

(1) Clause 20 (i) be amended at the sixth and seventh lines so as to delete reference to His Majesty's Postmaster General and the substitution therefor of the Post Office.



COMPANY SECRETARY.

CARLISLE UNITED A.F.C. (1921) LTD.

S. H. Angus
D. Richardson
J. Brunton
J. T. Wilson
R. G. H. Monks
J. Little
D. E. Johnson
E. J. Southward
J. Belford
R. J. Kanyon
D. A. Gibson
Mrs. M. N. Nolan
P. A. J. Boothroyd
P. R. Dhillon

SAINT



SAINT & CO. CHARTERED ACCOUNTANTS

Sterling House • Wavell Drive • Rosehill • Carlisle
Cumbria CA1 2SA

Telephone 0228 34371 Fax 0228 511890

YOUR REF

OUR REF

TO: CARLISLE UNITED A.F.C. (1921) LIMITED

REGISTERED NUMBER: 175280

NOTICE OF RESIGNATION AS AUDITORS UNDER S.392 COMPANIES ACT 1985

We hereby give notice of our resignation as Auditors to Carlisle United A.F.C. (1921) Limited.

Furthermore we confirm in accordance with S.394 Companies Act 1985 that there are no circumstances connected with our resignation which we consider should be brought to the notice of members or creditors of the Company.

SAINT AND COMPANY

Chartered Accountants and
Registered Auditors.

Carlisle.
28 February, 1994



AAFFL27.

A041RECEIPT DATE:19/06/94

Offices at Annan Carlisle Cockermouth Dumfries Millom Penrith Whitehaven Wigton Workington
Registered to carry on audit work and authorised to carry on investment business by the
Institute of Chartered Accountants in England and Wales

G

Notice of new accounting reference date given during the course of an accounting reference period

225(1)

Please do not write in this margin

Pursuant to section 225(1) of the Companies Act 1985 as inserted by section 3 of the Companies Act 1989

Please complete legibly, preferably in black type, or bold block lettering

1. To the Registrar of Companies
(Address overleaf - Note 6)

Company number

145280

Name of company

* CARLISLE UNITED (1921) A.F.C. LTD

* Insert full name of company

Note

Details of day and month in 2, 3 and 4 should be the same. Please read notes 1 to 5 overleaf before completing this form.

2. gives notice that the company's new accounting reference date on which the current accounting reference period and each subsequent accounting reference period of the company is to be treated as coming, or as having come, to an end is

Day Month

3 0 0 6

3. The current accounting reference period of the company is to be treated as [shortened][extended]† and [is to be treated as having come to an end][will come to an end]† on

Day Month Year

3 0 0 6 1 9 9 5

† delete as appropriate

4. If this notice states that the current accounting reference period of the company is to be extended, and reliance is being placed on the exception in paragraph (a) in the second part of section 225(4) of the Companies Act 1985, the following statement should be completed:

The company is a [subsidiary][parent]† undertaking of

_____, company number _____
the accounting reference date of which is _____

5. If this notice is being given by a company which is subject to an administration order and this notice states that the current accounting reference period of the company is to be extended AND it is to be extended beyond 18 months OR reliance is not being placed on the second part of section 225(4) of the Companies Act 1985, the following statement should be completed:

An administration order was made in relation to the company on _____
and it is still in force.

6. Signed Michael Blyth Designation: Chairman Date 16th September '94

Insert Director, Secretary, Receiver, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Presenter's name address
telephone number and reference (if any):

ENQUIRIES TO
JOAN WILD - C.U.F.C.
BRUNTON PARK
WARRICK ROAD
CARLISLE

For official use
D.E.B.

COMPANIES HOUSE
30 SEP
EDINB

A34 *ACW0R57L* 293
COMPANIES HOUSE 04/10/94