

123414 / 1

STATUTORY DECLARATION ON REGISTRATION OF COMPANY.

In the matter of the Companies (Consolidation) Act 1908
and.

In the matter of a Company intended to be named

REGISTERED
88762
25 JUL 1912

THE SWANSEA TOWN ASSOCIATION FOOTBALL CLUB LIMITED.

Presented for filing by



I, John William Thorpe of 2 Glanbrydan Avenue in the
County Borough of Swansea, Solicitor, do solemnly and
sincerely declare that I am a Director named in the
Articles of Association of the Swansea Town Association
Football Club 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 1885.

Declared at Swansea aforesaid

20th day of July One
thousand nine hundred and twelve.

Before me

J. W. Thorpe

Laurence Richards

Commissioner for Oaths

450
1912

123414/2



DIRECTORS' CONSENT TO ACT.

THE SWANSEA TOWN ASSOCIATION FOOTBALL CLUB LIMITED.
Intended to be registered under the Companies (Consolidation) Act, 1908.

~~Presented for filing by~~

REGISTERED
88764
25 JUL 1912

TO THE REGISTER OF COMPANIES.

We the undersigned, hereby testify our consent to act as Directors of the Swansea Town Association Football Club Limited, pursuant to Section 72 of the Companies (Consolidation) Act, 1908.

Signature.	Address	Description.
<i>Frank Lloyd Beaman</i>	<i>6 Brunswick Street Swansea</i>	<i>Coal Exporter.</i>
<i>John William Thorpe</i>	<i>2 Glamorgan Avenue Swansea</i>	<i>Scientist</i>
<i>Lucy Holman</i>	<i>14 Melk Road Swansea</i>	<i>Wholesale Fishmonger</i>
<i>Thomas Mitchell Martin</i>	<i>Victoria Road Swansea</i>	<i>Licensed Victualler</i>
<i>Frank Newcomb</i>	<i>18 Merador Crescent Swansea</i>	<i>Swansea Company Inspector</i>
<i>Lowry Hopkin</i>	<i>Margaret Avenue & Forest Road Swansea</i>	<i>Licensed Victualler</i>
<i>David John Bassett</i>	<i>Brynmill Crescent Swansea</i>	<i>Hotel Proprietor.</i>

DATED this 20th day of July 1912

440

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LIST OF CONSENTING DIRECTORS.

THE SWANSEA TOWN ASSOCIATION FOOTBALL CLUB LIMITED.

Intended to be registered under the Companies
(Consolidation) Act 1908.

~~Presented for filing by~~
To THE REGISTRAR OF COMPANIES.

REGISTERED
88763
25 JUL 1912

We, the undersigned, hereby give you notice, pursuant
to Section 72 (2) of the Companies (Consolidation) Act 1908
that the following persons have consented to be Directors
of the Swansea Town Association Football Club Limited.

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Signature.	Address	Description.
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Harry Clifford Behenna	6 Cornwall Street Swansea	Coal Exporter
John William Thorpe	2 Glamorgan Avenue Swansea	Solicitor
Percy Molyneux	111 Sketty Road Swansea	Wholesale Fish Merchant
Thomas Mitchell Martin	Victoria Road Swansea	Licensed Victualler
Frank Newcombe	18 Mirador Crescent Swansea	Insurance Company, Inspector
Ernest Hopkins	Marquis Avenue, Hyeafach Swansea	Licensed Victualler
David John Parrott	Pyramide Crescent Swansea	Hotel Proprietor

=====

John Parrott

*Solicitor
Swansea.*

Dated this 20th day of
— July — 1912.

420

N. of Certificate

123414

Form No. 25.



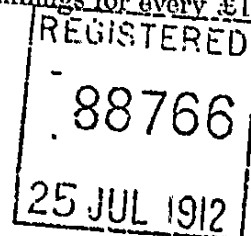
*The Swansea Town Association
Football Club.*

COMPANY, LIMITED.

STATEMENT of the Nominal Capital made pursuant to s. 112 of 54 and 55

Act., ch. 39, Stamp Act, 1891, as amended by s. 7 of 62 and 63 Vict., ch. 9 (Finance Act,
1899). (NOTE.—The Stamp Duty on the Nominal Capital is Five Shillings for every £100

or fraction of £100.)



This Statement is to be filed with the Memorandum of Association, or other Document,

when the Company is registered.

presented for registration by

W. J. Camp
14-8-1912

Trans. W.C.
A. J. C.

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

The NOMINAL CAPITAL of the

Swansea Town

Football
Association Club

Company, Limited,

is £ 2,000 , divided into 2,000 shares of £ 1 each
each + 4,000 shares of five shillings each

each

Signature

W. J. Cump
14 Grey Street
Stroud - W.C.

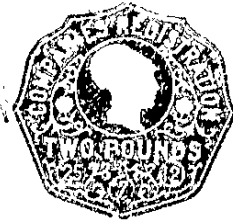
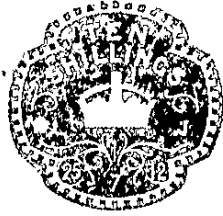
Description

Solicitors.

Date

July 22nd 1912

12344
6



THE COMPANIES (CONSOLIDATION) ACT, 1908.

COMPANY LIMITED BY SHARES.

Memorandum of Association

OF

The Swansea Town
Association Football Club,
LIMITED.



1 The name of the Company is "THE SWANSEA TOWN ASSOCIATION FOOTBALL CLUB 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 adopt and carry into effect an Agreement dated the 19th day of July, 1912, and made between the Swansea Gas Light Company of the first part and Harry Rogers, Daniel A threy Edwards and John William Elcepe on behalf of the Company of the second part for the Lease of the premises known as the Vetch Field, Swansea.

(B) To pay all legal and other costs charges and expenses incurred or sustained in or about the promotion and establishment of the Company or which the Company shall consider to be preliminary including therein the costs of advertising, printing and stationery.

(C) To carry on and manage the affairs or business of a Club for fostering, practising and generally promoting, or stimulating proficiency in, the game or sport of football or any other lawful Old English or other games, sports, or pastimes, including cricket, golf, lacrosse, hockey, polo, running, jumping, cycling, motoring, tennis, bowls, quoits and the like, and generally to encourage all such athletics, exercises, practices, and proceedings as are deemed conducive to the efficient training and development of the human frame, with full authority to the Company to own, lease or hire, level, drain, plan, lay out, adopt, prepare and maintain any ground for the purpose of the Company as may from time to time be deemed expedient.

(D) To buy, sell, hire, exchange, or otherwise deal in and trade with all such apparatus, appliances, implements, goods, wares, articles, furniture, fittings, contrivances, conveniences, accessories, chattels and effects that may be considered necessary or desirable for the time being for the playing or practice of, or carrying on of any such sports, games, athletics or pastimes as aforesaid, or that can advantageously be provided or dealt with by the Company.

(E) To provide one or more club-house or club-houses, with all or any of the advantages and conveniences customarily provided in football, athletic and social Clubs and Institutes, and to fit-up, furnish, maintain, conduct and manage such club-house or

club-houses, and to permit the same or any other part of the Company's land and premises to be used and enjoyed by the Shareholders of the Company and any other persons who may lawfully be permitted to use or enjoy the benefits, advantages or privileges of the Company's Club-house or Club-houses.

(f) To promote, organise, establish, subscribe to, hold and manage, either alone or in conjunction with other persons, all kinds of lawful, athletic and sporting exhibitions, contests, matches, tournaments, shows, motor-car and other races, also competitions for challenge cups and trophies and the like, whether for the purpose of the Company for the benefit of charities or other like objects, and to offer, grant or contribute towards the provision of prizes, awards and distinctions, and to charge admission fees or toll.

(g) To permit the Company's premises to be used for, and to organise and carry out on such terms and conditions as may be thought fit, concerts, meetings, lectures, balls, exhibitions, theatrical, musical and other performances and otherwise to provide amusements and entertainments, and generally cater for the recreation, instruction and comfort of the Shareholders of the Company and others.

(h) To originate, improve or alter the rules regulating any or all of the sports, games and pastimes above enumerated, and to join and subscribe to any union or association for the like objects.

(i) To collect and receive from the Members of the Club either an aggregate sum or sums, or entrance fees and subscriptions from the individual members by way of consideration for the advantage afforded to the members of the club.

(j) To design, erect, or build, re-erect, enlarge, alter, extend equip, furnish, maintain, and utilize any pavilions, grand and other stands, saloons, halls, dressing, caretakers', refreshment and other rooms, premises, adjuncts, annexes, offices, houses and other structures and conveniences as may be deemed necessary for the purposes of the Company, or any of them, and to hold any property whatsoever, either in the United Kingdom or abroad.

(k) To become a member of and subscriber to the Football Association of Wales, The Football League, or any other alliance, league or association, whether incorporated or not, having objects altogether or in part similar to those of the Company.

(l) To select or engage amateur football players, cricketers and athletes, and to hire, employ and to pay professional football players, cricketers, managers, and other professional athletes, performers and the like, and also servants and workmen for attending to the ground or grounds, for the time being of the Company taking gate and other money at matches, competitions, sports and entertainments, and for carrying out any other object which the Company shall think advisable; with power to pay or receive premiums or other recompense for the transference of professional football players to, or from the Company, subject to any "Association" code for the time being in force and regulating the Company's football affairs.

(m) To purchase or otherwise acquire and undertake all or any part of the business, property, effects and liabilities of any company, society, firm, partnership, or person carrying on any business which the Company is authorised to carry on, or possessed of property suitable to the purposes of the Company; and to conduct, carry on or liquidate and wind up, any such business or businesses.

(n) To pay for the acquisition of any such right, title or interest as aforesaid or any property to be at any time acquired by the Company, or any part thereof in cash or in Ordinary or Preference Shares to be issued as fully or in part paid up, or in mortgage or other debentures or debenture stock of the Company, or in such other manner as may be determined.

(o) To enter into partnership or any arrangement for sharing profits, union of interest, joint adventures, reciprocal concession, or co-operation with any person or company relating to or engaged in, or about to carry on or engage in, any business or transactions which this Company is authorised to carry on, or undertake, or engage in, any business capable of being conducted so as directly or indirectly to benefit this Company, and to make and carry into effect any arrangement for the total or partial amalgamation of the business of this Company with that of any other company having objects altogether or in part similar to those of this Company, and upon the terms either that this Company, or the company with which it shall make the arrangement or some other company will carry on the amalgamated business, or that a new Company shall be established to do all such things as may be necessary to carry out any such arrangements, and particularly to take shares, whether fully paid up or not, debentures or securities of any such new or other company as partial or entire payment or consideration, and to hold, sell, or otherwise dispose of such shares, debentures or securities to distribute or allot them among the Members of this Company.

(p) To sell, mortgage, exchange, demise, let or otherwise dispose of or transfer the business, property, rights and undertaking of the Company, or any part thereof, in consideration of payment in cash or in shares, whether fully-paid-up, or not, debentures or securities of any Company, or partly in cash or partly in such shares, debentures or securities, and either on terms that such shares, debentures or securities be distributed in specie amongst the members or otherwise.

(q) To promote any other Company and to subscribe for shares, stock or debentures thereof, for the purpose of its acquiring all or any of the property and liabilities of this Company, or for any other purposes which may seem directly or indirectly calculated to profit this Company.

(r) To lend money to such persons and on such terms as may seem expedient, and in particular to customers of, and any persons having dealings with the Company, and to give any guarantee or indemnity as may seem expedient.

(s) To receive money on deposit, with or without allowance of interest thereon.

(t) To raise or borrow, or secure the payment of, money in such manner and on such terms as may seem expedient, and in particular by the creation and issue of mortgages, debentures or debenture stock at par or at a premium or discount, whether perpetual or otherwise, and charged or not charged upon the whole or any part of the property of the Company, both present and future, including its uncalled capital and payable either to bearer or registered holder; and to redeem, purchase or pay off any such securities with or without a bonus or a premium, and to further secure any securities issued by the Company by a trust deed or otherwise, as the Company may think fit.

(u) To draw, accept, endorse, discount, execute and issue bills of exchange, promissory notes, debentures, bills of lading, and other negotiable or transferable instruments or securities.

(v) To apply for and accept allotments of, and to buy and to sell and to deal in and dispose of the shares whether fully paid up or not, and the securities of any company or undertaking.

(w) To invest and deal with the moneys of the Company not immediately required, upon such securities, or in the purchase of such property, as may be from time to time determined.

(x) To act as sureties and to guarantee the payment of any money or the performance of any obligations.

(v) To issue any shares or securities which the Company has the power to issue by way of security and indemnity to any person whom the Company has agreed or is bound to indemnify.

(z) To make donations and subscriptions to any object likely to promote the interests of the Company.

(AA) To remunerate any person or Company, for services rendered, or to be rendered in placing or assisting to place, any of the shares of the Company's capital, or debentures, or other securities of the Company, or in or about the formation or promotion of the Company, or the conduct of its business.

(BB) To effect insurance against accidents for the benefit of players and others engaged by the Company, or being competitors on their grounds, with some properly Incorporated Insurance Company, and also to set apart the proceeds or a portion of the proceeds, of any match or other meeting, or entertainment for the benefit of any charity or charitable institution or purpose, or for the benefit of any player or other person engaged by the Company, or being a Competitor on their grounds, or for the benefit of any other person or persons, whether players or not, as the Directors may from time to time determine, and also to recompense any player or other competitor who shall receive injury while engaged in playing football or cricket, or any other game or match or in or about the business or engagements of the Company, or in case of the decease of any player or other competitor owing to such injury to recompense any person or persons whom the Directors shall consider has or have suffered pecuniary loss by his death, and also to give to any charitable institution, or for any charitable purpose, such amount or amounts as shall be determined upon by the resolution of a General Meeting and subject to any condition which may be annexed to any such gift by the terms of such resolution; providing that nothing herein contained shall empower the Company to carry on the business of ~~insurance within the meaning of the Insurance Companies Act 1909 Section 1. or 1970, or any substituted enactment, or the business of insuring employers against liability to pay compensation or damage to workmen in their employment.~~

(CC) To distribute among the members in specie, any property of the Company, or any proceeds of sale, or disposal of any property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by Law; and so that no distribution be made contrary to the rules of the Football Association of Wales, or any other organization to which the Company may for the time being be subject.

(DD) To do all or any of the above things in any part of the world, and either as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents, or otherwise and either alone or in conjunction with others.

(EE) To do all such things as are incidental or conducive to the attainment of the above objects, or any of them.

4. The liability of the members is limited.

5. The Capital of the Company is £2,000 divided into 2,000 shares of 10/- each and 4,000 shares of 5/-. The Company takes power to increase or reduce its capital and to issue any of its shares for the time being either at par or at premium.

6. Subject to the provisions of the Articles of Association and to the regulations or requirements of the Football Association of Wales, any shares in the capital original or increased may be issued with such preferential rights and privileges as the Company by extraordinary resolution may from time to time determine.

Handwritten notes:
J.H. B. 11.11.19
J.H. B. 11.11.19
J.H. B. 11.11.19
J.H. B. 11.11.19

whose names

We the several persons, 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 DESCRIPTION OF SUBSCRIBERS.	No. of Shares taken by each Subscriber.
Harry Clifford Betts & Co. 100 West Swanwick Road, Exeter.	Thirty shares of Ten shillings each.
John William Thorpe 2 Clambyrdan Avenue Swansea. Solicitor.	Thirty shares of Ten shillings each.
Percy Molgrew 14 Kelly Road Swansea. Wholesale Ironmerchant.	Thirty shares of Ten shillings each.
Thomas Mitchell Martin Victoria Road Swansea. Licensed Victualler.	Thirty shares of Ten shillings each.
Grafton Newcomb 18 Merador Crescent, Swansea, Insurance Company Inspector.	Thirty shares of Ten shillings each.
Lewis Hopkin Morgan Swansea. Foreign Office Swansea. Licensed Victualler.	Thirty shares of Ten shillings each.
David John Bassett	
David John Bassett Brynmill Crescent. Swansea. Book Proprietor.	Thirty shares of Ten shillings each.

Dated the 20th day of July, 1912

Witness to the above signatures (7 in all) —

Charles John Wooley
Clerk to Messrs Jentzen Jones & Co.,
Solicitors,
Swansea

123414 C23
THE COMPANIES' (CONSOLIDATION) ACT, 1908.



COMPANY LIMITED BY SHARES.

Articles of Association
OF
The Swansea Town
Association Football Club,
LIMITED.

REGISTERED

88768

25 JUL 1912

REGULATIONS.

1. The regulations of the Company shall be those contained in the Revised "Table A" in the first schedule to the Companies (Consolidation Act, 1908) ~~authorised by the Board of Trade in the year 1906 (hereinafter called "Table A")~~ subject to the additions and modifications hereinafter set forth.

2. The Directors shall forthwith adopt and carry into effect an Agreement dated the 19th day of July, 1912, and made between the Swansea Gas Light Company of the first part and Harry Rogers, Daniel Aubrey Edwards and John William Thorpe on behalf of the Company of the second part for the Lease of premises known as the Vetch Field, Swansea.

MINIMUM SUBSCRIPTION.

3. The minimum subscription upon which the Directors may proceed to allotment in the case of the first allotment of any shares payable in cash shall be shares to the nominal value of £500.

4. The first Directors of the Company shall be

- ✓ Harry Clifford Behenna, 6, Cromwell Street, Swansea, Coal Exporter.
- ✓ John William Thorpe, 2, Glanbrydan Avenue, Swansea, Solicitor.
- ✓ Percy Molyneux, 14, Sketty Road, Swansea, Wholesale Fish Merchant.
- ✓ Thomas Mitchell Martin, Victoria Road, Swansea, Licensed Victualler.
- ✓ Frank Newcombe, 18, Mirador Crescent, Swansea, Insurance Company Inspector.
- ✓ Trevor Hopkins, Marquis Arms, Fforestfach, Swansea, Licensed Victualler.
- ✓ David John Bassett, Brynmill Crescent, Swansea, Hotel Proprietor.

who shall hold office until the Ordinary General Meeting in the year 1913 unless disqualified as provided by clause 77 of "Table A." At the said General Meeting and at the Ordinary General Meeting in every subsequent year, one-third of the Directors or if their number is not three or a multiple of three, then the number nearest to one-third shall retire from office in the manner provided by "Table A."

NUMBER AND QUALIFICATION OF DIRECTORS.

5. The number of Directors shall not be less than five nor more than twelve, and the qualification of every Director shall be the holding in his own right of any class or classes of Shares in the Capital of the Company of the nominal value of Fifteen Pounds. A Director may also occupy any other office (except that of an Auditor) in or under the Company.

REMUNERATION OF DIRECTORS.

6. No Director shall be entitled to receive remuneration in respect of his office as Director but any disbursements or travelling or incidental expenses properly and necessarily incurred and paid by a Director in the course of his duties in connection with the Company's affairs shall be refunded to him by the Company.

VOTING.

7. On a poll every member shall have one vote in respect of each 5/- share and two votes in respect of each 10/- share held by him.

INDEMNITY.

8. The Company shall indemnify every Director and other officer and servant of the Company against all losses, costs and expenses in any way incurred by him in the proper discharge of his duties, and the Directors shall pay or retain the same out of the funds of the Company. If any Director or other officer of the Company is guilty of actual fraud or dishonesty whereby the Company incurs any loss or damage, such Director or other officer shall be liable to recoup the same to the Company. Except as aforesaid no officer of the Company shall be liable to the Company for any loss, damage, costs, or expenses that may happen to or be incurred by the Company in consequence of any act, omission or default by such officer while purporting to act as such.

Names, Addresses and Descriptions of Subscribers.

Samuel Lloyd Reuben 6 Brown Street Swansea
Book Examiner.

John William Hooper 2 Glamorgan Avenue
Swansea Solicitor.

Lucy Hooper 114 Melby Road Swansea
Wholesale Fishmonger

Thomas Mitchell Martin Victoria Road Swansea
Linen & Vicuña

Frank Newcomb 18 Mirador Crescent, Swansea, Insurance
Company Inspector

Lowri Hopkins Marguerite Arms House, Swansea.
Linen & Vicuña

David John Bassett Brynmill Crescent Swansea.
Hotel Proprietor.

Dated the 20th day of July 1912.

Witness to the above signatures, (2 in all)

Charles John Woolley,

Clerk to Messrs. Jenkins & Co.
Solicitors,
Swansea.

THE COMPANIES' (CONSOLIDATION) ACT, 1908

COMPANY LIMITED BY SHARES.

Memorandum

- - AND - -

Articles of Association

OF

The Swansea Town Association
Football Club, Limited.

SOLICITORS:

JENKIN JONES & Co.,

SWANSEA.

WATKINS, LTD., SWANSEA.

DUPLICATE FOR THE FILE.

No. 123414



Certificate of Incorporation

I Hereby Certify, That the
*Swansea Town Association Football
Club limited*

is this day Incorporated under the Companies (Consolidation) Act, 1908, and that the Company
is Limited.

Given under my hand at London this *Twenty-fifth* day of *July*
One Thousand Nine Hundred and *Twelve*.

Fees and Deed Stamps £ *4-5-0*

Stamp Duty on Capital £ *5-0-0*

Geo. Harquet

Registrar of Joint Stock Companies.

Certificate received by

Wm. J. Jones

17 Essex St

Swansea

Date

29 Aug /12

1234