

Company Number 07914690

**The Companies Act 2006
Private Company Limited by Shares
Special Resolution of Darlington 1883 Limited (Company)**

At the Annual General Meeting of the Company, duly convened and held on 21 April 2023 the following special resolution was passed:

Subject to the passing of Ordinary Resolution 6 above and in accordance with article 28.1 and article 31.2 of the Company's articles of association, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by the Ordinary Resolution, as if article 28.1 did not apply, provided that this power shall:

- (i) be limited to the allotment of equity securities up to an aggregate nominal amount of £200,000; and
- (ii) be limited to the allotment of equity securities only to
 - i Darlington 1883 Supporters Society Limited; or
 - ii Individuals who have loaned money to the Company and who have agreed to exchange such debt for equity; and
- (iii) expire on the earlier of the next following AGM, or 20 April 2024 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.



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JD Jowett
Company Secretary