



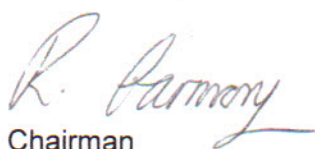
Pars United Community Interest Company (the "Company"), registered in Scotland with registered number SC438195

NOTICE IS HEREBY GIVEN that the Annual General Meeting of the Company will be held at East End Park, Halbeath Road, Dunfermline on Tuesday 19 May 2015 at 7.15 p.m. for the following purposes:

Ordinary Business

1. To receive the Report of the Directors of the Company for the period ended 31 May 2014. *See Note A below*
2. To note the re-appointment of Drew Main, being the person nominated by the A Shareholder, The Pars Supporters' Trust, as a director of the Company, in accordance with Article 23.2.1 of the Company's Articles of Association. *See Note B below*
3. To note the appointment of the person nominated by the B Shareholders, as director of the Company, in accordance with Article 23.2.2 of the Company's Articles of Association. *See Note C below*
4. To re-elect Mr Bob Garmory as a director of the Company. *See Note D below*
5. To appoint Condies CA, 10 Abbey Park Place, Dunfermline as the Company's auditors to hold office from the conclusion of this meeting until the conclusion of the next general meeting at which the accounts are laid before the Company, and that their remuneration be determined by the directors of the Company.
6. To receive the Report of the Directors of Dunfermline Athletic Football Club Limited a 93.6% subsidiary of the Company for the period ended 31 May 2014. *See Note E below*

By order of the Board


Chairman

21st April 2015

* Please see important Notes regarding proxies and Authorised Representatives in Notes F and G below

Notes

- A. The Company was incorporated on 4 December 2012 and re-registered as a Community Interest Company on 29 October 2013. It extended its accounting reference date to 31 May 2014, in order to align its accounting period to those of its two subsidiaries.
- B. In the Articles of Association the Pars Supporters' Trust is described as the 'A' Shareholder while all shareholders other than the Pars Supporters Trust, are described as the 'B' Shareholders. The 'A' Shareholder has the right to nominate and elect up to two directors ("the A Directors") to the Board of the Company. Two A Directors were appointed at the Company's 2014 AGM.

Article 23.2.1 of the Company's Articles requires one of those A Directors to retire this year and for the other A Director to retire next year, unless re-appointed at the relevant AGM of the Company. In compliance with that Article, Drew Main indicated that he would retire at the AGM, but offered himself as a candidate for re-appointment by the A Shareholder, to represent the A Shareholder.

- C. All shareholders, other than the Pars Supporters Trust, who collectively form the 'B' Shareholders also have a right to appoint up to two directors ("the B Directors"). Two B Directors were appointed at the Company's 2014 AGM.

Article 23.2.2 of the Company's Articles requires one of those B Directors to retire this year and for the other B Director to retire next year, unless re-appointed at the relevant AGM of the Company. In compliance with that Article, Kip McBay indicated that he would retire at the AGM, but offered himself as a candidate for re-appointment by the B Shareholders, to represent the B Shareholders. **A Meeting of the 'B' Shareholders will be held immediately before the Annual General Meeting at 7.00 p.m. on Tuesday 19 May 2015** to nominate and elect a director to the Board of the Company. The person chosen by the 'B' Shareholders will be made known to the Annual General Meeting.

- D. In addition to the respective rights of the 'A' and 'B' Shareholders, the A and B shareholders together have the right to vote for the appointment of up to a further two persons as directors ("the C Directors") of the Company. Two C Directors were appointed at the Company's 2014 AGM.

Article 23.2.3 of the Company's Articles requires one of those C Directors to retire after one year and for the other C Director to retire after two years, unless re-appointed at the relevant AGM of the Company. In compliance with that Article, Bob Garmory has indicated that he would retire at the AGM, but has offered himself as a candidate for re-appointment by the shareholders.

- E. Dunfermline Athletic Football Club Limited is a 93.6% owned subsidiary of the Company and for the purposes of the Companies Acts is controlled by the Company. The Directors of the Company, in the interests of democracy and transparency, plan to use the Company's Annual General Meeting as an opportunity to enable attendees to receive a Report from the Directors of DAFC on the events affecting the football club during the period in question. Since DAFC is controlled by the Company, the DAFC Annual General Meeting is expected to be a short and formal meeting.
- F. A member entitled to attend and vote may appoint a proxy to exercise all or any of his/her rights to attend, speak and vote at a meeting of the Company, including a Meeting of 'B' Shareholders. A proxy need not be a member of the Company. A form of proxy is available and can be downloaded from DAFC's website (www.dafc.co.uk). In order to be effective, instruments appointing a proxy should be lodged at the registered office of the Company at least 48 hours before the appointed time of the meeting.
- G. Please note that members who are corporate bodies or unincorporated organisations should not use proxy forms and must appoint an Authorised Representative. A suggested form of letter is also available from our website (www.dafc.co.uk).