

C1685

# Articles of Association

OF THE

## EVERTON FOOTBALL CLUB COMPANY,

LIMITED.

REGISTERED  
17731  
11 308 19

1. Subject as hereinafter provided, the regulations contained in the Table marked "A" in the first schedule to the Companies' Act, 1862 (hereinafter called Table "A"), shall apply to this Company.

2. The Directors may enter into an agreement with the EVERTON FOOTBALL CLUB, or the Members or Committee thereof for carrying into effect, and may do all acts which they (the Directors) may consider necessary for carrying into effect the resolutions referred to in the Memorandum of Association, with any such modifications or alterations as the Directors and the said Club, Members or Committee may agree upon, and from and after the making of such agreement the provisions thereof shall be deemed to be incorporated with and form part of these Articles, and shall be subject to be altered, varied, cancelled, or added to by special resolution, in like manner as the Articles of Association of the Company are so subject.

3. The qualification of every Director shall be the holding and retention of three shares at the least in the capital of the Company.

4. Any notice if served by post shall be deemed to be served on the day following that on which it is posted, and Clause 95 of Table A shall be modified accordingly.

5. No larger dividend shall be declared than the maximum dividend allowed—from time to time—by the "Football Association" as a condition of membership of such Association.

6. Subject as aforesaid, the profits of the Company shall be divisible among the members in proportion to the amount paid up on the shares held by them respectively. Provided, nevertheless, that where capital is paid up in advance of calls upon the footing that the same shall carry interest, such capital shall not, whilst carrying interest, confer a right to participate in profits.

7. Every member shall have one vote, and every member holding not less than twenty shares in his own name shall have one additional vote, but no member shall have more than two votes.

8. The Directors may raise money for the purposes of the Company on loan from their Co-Directors or any other persons, on the security of debentures, bonds or promissory notes, or otherwise, or by way of mortgage of the whole of the present or future property of the Company, and at such rate of interest, on such terms, and in such manner as they may think fit, and may execute in the name and on behalf of the Company in favour of any Director or other person who may incur or be about to incur, or who may in contemplation of the formation of the Company have already incurred any personal liability for the benefit of the Company such mortgage of or charge on the Company's property (present and future) as they think fit; and any such mortgage may contain a power of sale and such other powers, covenants, and provisions as shall be agreed upon.

9. The Directors may from time to time make, vary and repeal any bye-laws for the regulation of the business of the Company, its officers and servants, or the members of the Company, or any section thereof, and may appoint and remove professional players and servants of the Company, and elect such persons as they shall approve to be playing members of the Company, upon such terms as they shall think fit.

10.—The Directors may take over or otherwise acquire the benefit of a lease of Mere Green Field, Walton-on-the-Hill, dated the 15th day of March, 1892, and made between Christopher John Leyland of the one part, and William Jackson and others of the other part.

11.—If the Company shall be wound up and the surplus assets shall be insufficient to repay the whole of the paid-up capital, such surplus assets shall be distributed so that as nearly as may be the losses shall be borne by the members, in proportion to the capital paid up, or which ought to have been paid up, on the shares held by them respectively at the commencement of the winding up; but this clause is to be without prejudice to the rights of the holders of shares issued upon special conditions.

12.—Until the first Directors shall have been appointed, the Subscribers to the Memorandum of Association shall be deemed for all purposes to be the Directors.

NAMES, ADDRESSES AND DESCRIPTIONS OF SUBSCRIBERS.

George Mahon, 2 St Ambrose Grove, Brook Road Anfield,  
Liverpool. Opened Account

William Jackson 51 St. John St, First Liverpool Bank Office

Abraham Thomas Cooks Coal Merchant  
25 Crosby Lane Warrington Park Liverpool

W. Currier, Railway Foreman 3 Yewfield Lane Lower Belinfolds Carlisle

Walter Robert Clayton, Freight Manager, 74 Princes Road Liverpool

James Clement-Barth, Physician, 10, Nelson St, Liverpool

John Alderson, Undertaker, 29 Anfield Road Liverpool

James Griffiths 6 Moss Lane Walton near Liverpool Coal Merchant

John Davis Warehouseman 9 Princes Road Liverpool

Mr Ernest Heyland Steam Boiler, Cleveland House Anfield Liverpool.

Dated this 13<sup>th</sup> day of June 1892.

Witness to the above Signatures  
of George Mahon, William Jackson  
Abraham Thomas Cooks, James  
Currier, William Robert Clayton  
James Clement Barter, John  
Alderson, James Griffiths  
John Davis Arthur Ernest Heyland  
C. Alfred Cornett.

15 Low Street  
Liverpool.



*The Companies' Acts, 1862 to 1890.*

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COMPANY LIMITED BY SHARES.

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Memorandum  
AND  
Articles of Association  
OF THE  
EVERTON FOOTBALL CLUB  
COMPANY, LIMITED.

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INCORPORATED

1892.

NORTH, KIRK & CORNETT,

Solicitors,

LIVERPOOL.

# Memorandum of Association

OF THE

## EVERTON FOOTBALL CLUB COMPANY, LIMITED.

17730  
14. JUN 1892

1. The name of the Company is "The Everton Football Club Company, Limited."

2. The registered Office of the Company will be situate in England.

3. The objects for which the Company is established are:—  
(a) To carry into effect the following resolutions passed by the Members of the Everton Football Club at their Annual Meeting, held on the 17<sup>th</sup> day of May, 1892, namely,

1. "That the Everton Football Club be formed into a Limited Liability Company."

2. "THAT EACH MEMBER APPLYING FOR One or more Shares to have allotted to him free one fully paid-up Share."

"THAT A MEMBER NOT APPLYING FOR One Share to be entitled to a Season Ticket, admitting to Members' Stand, at 7/6 per annum."

"THAT A MEMBER APPLYING FOR One Share to be entitled to admission for Self and Lady to Members' Stand, Subscription 7/6 per annum."

"THAT A MEMBER APPLYING FOR Ten Shares or upwards be entitled to admission for Self and Lady to Reserved Stand, Subscription 7/6 per annum."

"THAT A NON-MEMBER APPLYING FOR—  
Three Shares be entitled to admission for Self to Members' Stand, Subscription 7/6 per annum.

Six Shares be entitled to admission for Self and Lady to Members' Stand, Subscription 7/6 per annum.

filed by:—

*[Handwritten signature]*

Fifteen Shares or upwards be entitled to admission for Self and Lady to Reserved Stand, Subscription 7/6 per annum."

"In the event of any Shareholder transferring his Shares in block, the right to Season Ticket to follow to the transferee."

"Shareholders and other Season Ticket holders not admitted to Cup Ties, Benefit Matches for Players, or Charity Matches."

- (b) To provide a Football and Athletic Ground at or near Everton or Liverpool, in the County of Lancaster, or elsewhere.
- (c) To carry on the business of a Football and Athletic Club in all its branches, and to lay out and prepare any lands for the playing thereon of games of football, cricket, bowls, rounders, curling, lawn tennis, polo, running races, steeplechases, or any other kind of amusement or sport or entertainment, and to construct any stands, booths, refreshment and other erections, buildings and conveniences, whether of a permanent or temporary nature, which may seem, directly or indirectly, conducive to the Company's objects; and to arrange, hold and conduct football matches, meetings and athletic sports, lawn tennis, cricket, rounders and other matches, agricultural—horse—flower-shows and exhibitions, and otherwise utilise the properties and rights, and to contribute towards prizes and other awards and distinctions.
- (d) To establish any Clubs, Hotels or other conveniences, and to carry on the business of Hotelkeepers, Licensed Victuallers, Beerhouse Keepers, Tavern Keepers and Refreshment Purveyors.
- (e) To purchase, lease or otherwise acquire lands and hereditaments, and in particular to take over or otherwise acquire the benefit of a lease of premises known as Mere Green Field, Walton-on-the-Hill, dated the 15th day of March, 1892, and made between Christopher John Leyland of the one-part, and William Jackson and others of the other part.

- (f) To adopt, lay out and prepare, enclose, level, drain and form approaches and make and construct roads to and from any lands or grounds for football, athletics, bicycling, rounders, cricket, lawn tennis, and any other indoor or outdoor games or sports.
- (g) To sell, improve, manage, develop, exchange, lease, let, mortgage, farm, cultivate, let on agricultural leases or building agreement, or otherwise dispose of and turn to account any land or other property or effects or rights of the Company of any kind whatsoever, or the undertaking of the Company, or any part thereof, either to individual persons or Companies, and to accept fully or partly paid up shares, or debentures or stock in any other Companies, and to hold or otherwise to dispose of such shares, debentures or stock, as may be most expedient.
- (h) To raise or secure money with or without powers of sale or other special conditions, by a charge on all or any part of the Company's property of any kind soever, including its uncalled capital, and to borrow or raise money on or by bonds, debentures, acceptances, promissory notes, or other negotiable instruments of the Company.
- (i) To amalgamate with or promote any other Company having objects altogether or in part similar to those of this Company.
- (j) To take or otherwise acquire and hold shares in any other Company having objects altogether or in part similar to those of this Company, or carrying on any business capable of being conducted so as to directly or indirectly benefit this Company.
- (k) To hold, carry on or arrange for and conduct Football matches either at Everton or elsewhere, and either in this country or abroad, and for that or any other lawful purpose to engage such person or persons as may be deemed necessary, and to remunerate any person or Company for services rendered to the Company, and to pay the preliminary expenses incidental to the establishment of the Company.

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- (b) To subscribe to, become a member of, and co-operate with any other Association, whether incorporated or not, whose objects are altogether or in part similar to those of this Company.
- (c) To buy, sell, or deal in all kinds of apparatus and all kinds of provisions, liquid and solid, required by persons frequenting the Company's grounds.
- (d) To raise money by subscriptions, and to grant any rights and privileges to subscribers and to do all such things as are incidental or conducive to the attainment of the above objects or any of them.

1. The liability of the Members is limited.

5. The Capital of the Company is Two Thousand Five Hundred Pounds, divided into *Two Thousand Five Hundred* Shares of One Pound each, with power to increase the same by the creation of new shares of such amount as may be deemed expedient. And any shares of the present Capital of the Company, or any shares of which the increased capital of the Company may from time to time consist, may be guaranteed or have any special privilege or advantage, or may be deferred and may be issued on such special conditions as to priority or postponement, either for dividends or for the repayment of principal, or as to voting power, as the Company may from time to time direct, and in the absence of such direction as the Directors shall determine; and in particular such shares may be issued with a preferential or qualified right to dividends and in the distribution of the assets of the Company.



We, the several persons whose names and addresses 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 to our respective names

| Names, Addresses, and Description of Subscribers.                                       | No. of Shares taken by each Subscriber |
|---|--|
| George Mahon, 2 Sefton Grove Lane<br>Piccadilly Road, Liverpool<br>Chartered Accountant | Three                                  |
| William Jackson, 54 Cribb Street<br>Liverpool   | Three                                  |
| William Thomas Coates, 25 Cribb Street<br>Liverpool                                     | Three                                  |
| Francis Crovie, Railway Foreman,<br>3 Grosvenor Lane<br>Lower Belvoir<br>Cheshire       | Three                                  |
| Robert Clayton, Freight Manager, 74 Daisy Road Liverpool                                | Three                                  |
| Edmund Baxter, 160 Bolton St Liverpool, Physician                                       | Three                                  |
| John Atkinson, 29 Greenfield St Liverpool   | Three                                  |
| James Griffiths, 6 Moss Lane<br>Liverpool Coal Merchants                                | Three                                  |
| John Davis, Warehouseman & Daisy Road Liverpool   | Three                                  |
| Arthur E. Heyland, Banker, 100 Bank House<br>Liverpool                                  | Three                                  |

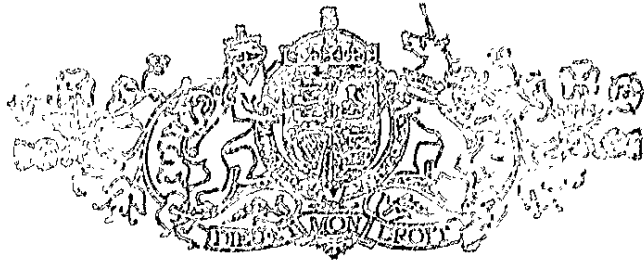
Dated 13th June 1892

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Witness to the signatures of  
 George Mahon, William Jackson  
 Abraham Thomas Coates, Francis  
 Currier, William Robert Clayton  
 James Edmund Baxter, John  
 Atkinson, James Griffiths, John  
 Davis Arthur Ernest Heyland  
 Alfred Bennett.

Witness  
 15 Lord Street  
 Liverpool.

DUPLICATE FOR THE FILE.



SI. 35685.

# Certificate of Incorporation

OF THE

*Everton Football Club Company, Limited.*

I hereby Certify, That the

*Everton Football Club Company, Limited.*

is this day Incorporated under the Companies' Acts, 1862 to 1890, and that the Company is **Limited**.

Given under my hand at London this *Fourteenth* day of *June*,

*Thousand Eight Hundred and Ninety Two.*

Fees and Deed Stamps £ *4* " *5*.

Stamp Duty on Capital £ *5* " *10*.

Registrar of Joint Stock Companies.

Certificate received by *A. Puthven for T. T. Hall*

*22 Chancery Lane*

*W. C.*

Date *16<sup>th</sup> June 1892.*

*200*

THE COMPANIES ACTS, 1862 TO 1890.



(33rd & 36th Vict., c. 89; 30th & 31st Vict., c. 131; 33rd & 34th Vict., c. 104; 40th & 41st Vict., c. 20; 42nd & 43rd Vict., c. 76; 43rd Vict., c. 19; 46th & 47th Vict., cc. 28 & 30; 49th Vict., c. 23; and 53rd & 54th Vict., cc. 62, 63 & 64.)

REGISTERED  
18204  
18 JUN 1892

NOTICE

OF THE

*Situation of the Registered Office of the*

*Everton Football Club*

*Company, Limited.*

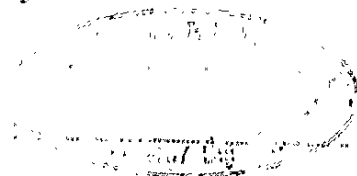
*Pursuant to Sections 39 & 40 of The Companies Act, 1862.  
(See last page of this Form.)*

JORDAN & SONS,

Companies' Registration Agents, Printers, and Stationers,

120, CHANCERY LANE, LONDON, W.C.

*Presented for filing by*



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# NOTICE

OF THE

*Situation of the Registered Office of the  
Everton Football Club*

*Company, Limited.*

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TO THE REGISTRAR OF JOINT STOCK COMPANIES.

The *Everton Football Club*  
*Company Limited.*

hereby give

you notice, in accordance with The Companies Act, 1862, that the Registered

Office of the Company is situated at

15, EXCHANGE CHAMBERS,  
4, BIXTETH STREET, LIVERPOOL.

*George Haxon*  
Director

Dated the *Seventeenth* day of

*June* 1892.

\* \* \* This Notice is to be signed by a Director, Secretary, or other Authorised Officer of the Company.