

CELTIC plc
(Incorporated in Scotland with company registration number SC003487)
Registered office: Celtic Park, Glasgow, G40 3RE

NOTICE OF ANNUAL GENERAL MEETING

Notice is given that the 2019 Annual General Meeting of Celtic plc ("**Company**" or "**Celtic**") will be held at Celtic Park, Glasgow G40 3RE on **Wednesday 27 November 2019 at 11.30 am** for the following purposes:

To consider and, if thought fit, pass the following resolutions:

Resolutions 1 to 10 (inclusive) will be proposed as ordinary resolutions. Resolution 11 will be proposed as a special resolution. Resolution 12 is an ordinary resolution requisitioned by members under Section 338 of the Companies Act 2006 and is not proposed by the directors.

As ordinary resolutions:

1. To receive the Company's annual accounts and the Auditors' Report, the Strategic Report and the Directors' Report for the year ended 30 June 2019.
2. To reappoint Dermot Desmond, who retires by rotation, as a director of the Company.
3. To reappoint Tom Allison, who retires by rotation, as a director of the Company.
4. To reappoint Brian Wilson, who retires by rotation, as a director of the Company.
5. To reappoint Peter Lawwell, who retires by rotation, as a director of the Company.
6. To reappoint Christopher McKay, who retires by rotation, as a director of the Company.
7. To reappoint BDO LLP as auditors of the Company.
8. To authorise the directors to determine the remuneration of the auditors.
9. That, pursuant to section 551 of the Companies Act 2006 and Article 6 of the Company's articles of association ("**Articles**"), the directors be and are generally and unconditionally authorised to exercise all powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £150,787.34 provided that (unless previously revoked, varied or renewed) this authority shall expire on the earlier of 27 February 2021 and the conclusion of the next annual general meeting of the Company, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted after this authority expires and the directors may allot shares or grant such Rights in pursuance of any such offer or agreement as if this power had not expired.

This authority is in substitution for all existing authorities under section 551 of the Companies Act 2006 which authorities, to the extent unused at the date of this resolution, are revoked with immediate effect.
10. That, provided at the relevant time there is an adequate number of unissued Ordinary Shares (as defined in the Articles) available which the directors are authorised to allot, the directors be and are hereby authorised to exercise the powers contained in Article 40.8 of the Articles such that, to the extent and in the manner determined by the directors (acting in accordance with the Articles) they may offer to the holders of Preference Shares (as defined in the Articles) the right to elect to receive Ordinary Shares credited as fully paid, instead of all or part of any dividend payable on the Preference Shares and that this authority shall expire on 27 November 2024.

This authority is in substitution for all existing authorities conferred on the directors in accordance with Article 40.8 of the Articles.

As a special resolution:

11. That, subject to the passing of Resolution 9 and pursuant to section 570 of the Companies Act 2006 (and Article 6 of the Articles), the directors be and are generally empowered to allot equity securities (within the meaning of section 560 of the Companies Act 2006) for cash pursuant to the authority conferred by Resolution 9 as if section 561(1) of the Companies Act 2006 did not apply to any such allotment, provided that this power shall be limited to:
 - 11.1 the allotment of equity securities in connection with an offer (whether by way of a rights issue, open offer or otherwise):
 - 11.1.1 to holders of ordinary shares (within the meaning of section 560(1) of the Companies Act 2006) in the capital of the Company in proportion (as nearly as practicable) to the respective numbers of ordinary shares held by them; and
 - 11.1.2 to holders of other equity securities in the capital of the Company, as required by the rights of those securities, or subject to such rights, as the directors otherwise consider necessary,but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to treasury shares, record dates, fractional entitlements or any legal or practical problems under the laws of any territory or the requirements of any regulatory body or stock exchange;
 - 11.2 the allotment of equity securities in place of a cash dividend pursuant to any authority conferred upon the directors in accordance with and pursuant to Article 40.8 of the Articles; and

11.3 the allotment of equity securities otherwise than pursuant to sub-paragraphs 11.1 and 11.2 above, up to an aggregate nominal amount of £47,121.04;

and (unless previously revoked, varied or renewed) this power shall expire on the earlier of 27 February 2021 and the conclusion of the next annual general meeting of the Company after the passing of this resolution, save that the Company may make an offer or agreement before the expiry of this power which would or might require equity securities to be allotted for cash after such expiry and the directors may allot equity securities pursuant to any such offer or agreement as if this power had not expired.

This power is in substitution for all existing powers under section 570 of the Companies Act 2006 which powers, to the extent unused at the date of this resolution, are revoked with immediate effect.

Shareholder Requisition:

Resolution 12 is an ordinary resolution, requisitioned on behalf of members in accordance with section 338 of the Companies Act 2006 and is not proposed by the directors.

12. I/we have read in full the accompanying Recital of significant events since Resolution 12 was adjourned at the Celtic AGM 2013 and agree with the conclusion that the matter can no longer be left with the SFA to process under their Judicial Panel Protocol process, where it should not have gone in the first instance, and ask that:

The board of Celtic PLC either:

- A) *pass and approve the original Resolution 12 proposed at the AGM of 2013 but also bring to the attention of the appropriate UEFA'S Disciplinary and Licensing Body the relevant licensing matters arising from the Recital as it is now clear that it is both necessary and essential that the issues concerned are referred to UEFA as the Governing Body for European Football or*
- B) *refer the matter with all available evidence to the City of London Police to investigate if false pretence occurred in 2011 preventing Celtic FC entry into the qualifying rounds of the Champions League with a consequent loss of the potential revenue participation offers.*

By order of the board of directors of the Company (the "Board")

25 October 2019



Michael Nicholson, Secretary

NOTES

1. *The right to attend and vote at the meeting is determined by reference to the register of members. **Only those holders of ordinary shares and/or convertible preferred ordinary shares whose names are entered in the register of members of the Company as at 6.00pm on 25 November 2019 (or, in the event that the meeting is adjourned, in the register of members at 6.00pm on the day which is two business days prior to the date of the adjourned meeting) shall be entitled to attend and vote at the meeting (or adjourned meeting, as the case may be) in respect of the number of ordinary shares and/or convertible preferred ordinary shares registered in their name at that time. Changes to entries in the register of members after 6.00pm on 25 November 2019 (or, in the event that the meeting is adjourned, in the register of members after 6.00pm on the day which is two business days prior to the date of the adjourned meeting) shall be disregarded in determining the rights of any person to attend or vote (and the number of votes they may cast) at the meeting.***
2. *A member is entitled to appoint another person as his or her proxy to exercise all or any of his or her rights to attend, speak and vote at the meeting. A proxy need not be a member of the Company. A member may appoint more than one proxy in relation to the meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. To appoint more than one proxy, you will need to complete a separate proxy form in relation to each appointment. Additional proxy forms may be obtained by contacting the Company's registrar on **0370 702 0192** or you may photocopy the enclosed proxy form. You will need to state clearly on each proxy form the number of shares in relation to which the proxy is appointed. A failure to specify the number of shares each proxy appointment relates to or specifying a number in excess of those held by the member may result in the proxy appointment being invalid. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.*
3. *The appointment of a proxy will not preclude a member from attending and voting in person at the meeting if he or she so wishes.*
4. *A form of proxy is enclosed. To be valid, it must be completed, signed and sent (by post or (during normal business hours only) by hand) to the offices of the Company's registrar, **Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZZ**, so as to arrive no later than 24 hours (excluding any part of a day that is not a working day) before the time fixed for the annual general meeting or any adjourned meeting. In the case of a poll taken more than 48 hours (excluding any part of a day that is not a working day) after it is demanded, the form of proxy should be received by the Company's registrars at least 24 hours (excluding any part of a day that is not a*

working day) before the time appointed for the taking of the poll. In the case of a poll taken not more than 48 hours (excluding any part of a day that is not a working day) after it is demanded, the form of proxy should be delivered at the meeting to the chairman or to the secretary or to any director of the Company.

5. *If a registered holder of ordinary shares and/or convertible preferred ordinary shares is a corporation, the form of proxy should be executed under its seal or signed under the hand of a duly authorised officer or attorney and must be accompanied by any power of attorney or other authority under which it is signed or a copy of such authority certified notarially or in some other way approved by the directors.*
6. *A member which is a corporation may authorise one or more persons to act as its representative(s) at the meeting. Each such representative may exercise (on behalf of the corporation) the same powers as the corporation could exercise if it were an individual member, provided that (where there is more than one representative) they do not do so in relation to the same shares.*
7. *Copies of the service contracts and letters of appointment of the directors, and the Company's existing memorandum and articles of association are available for inspection during normal business hours at the registered office of the Company (excluding weekends and public holidays).*
8. *Biographical details of all those directors who are offering themselves for reappointment at the meeting are set out in the annual report and accounts and brief details are also included in the Explanatory Notes attached to this notice of AGM.*
9. *If you have any questions about the form of proxy or the procedures to follow, please telephone the Computershare Investor Services helpline on 0370 702 0192.*
10. *You may not use any electronic address provided in this notice to communicate with the Company for any purpose other than as may be expressly stated in this notice.*

EXPLANATORY NOTES

Each of Resolutions 1 to 11 (inclusive) is proposed and recommended by the directors.

RESOLUTION 1: Annual report and accounts

The directors must present the annual audited accounts of the Company and the Strategic, Directors' and Auditors' Reports for the year ended 30 June 2019 ("**2019 Annual Report**") to shareholders at the meeting. You are voting to receive the 2019 Annual Report. Detailed information is contained within the 2019 Annual Report.

RESOLUTION 2: Reappointment of Dermot Desmond

Under the Articles, one third of the directors are required to retire from office by rotation each year. Additionally, as part of the Company's on-going commitment to effective corporate governance and to continued assessment of the independence of its non-executive directors, Dermot Desmond retires from office given he has served more than nine years. Mr Desmond is willing to stand for reappointment as a director.

Mr Desmond has been a non-executive director of the Company since May 1995. He is the Chairman and founder of International Investment and Underwriting UC, a private equity company based in Dublin. He has investments in a variety of start-up and established businesses worldwide, in the areas of financial services, technology, education, information systems, leisure, aviation, health and sport (including Celtic FC). He also promoted the establishment of a financial services centre in Dublin in 1986. Today more than 500 companies trade from the IFSC.

RESOLUTION 3: Reappointment of Tom Allison

Tom Allison retires from office given he has served more than nine years as a non-executive director. Mr Allison is willing to stand for reappointment as a director.

Mr Allison has been a non-executive director since September 2001. He is Chairman of the Remuneration Committee and a member of the Nomination Committee. Mr Allison is the nominated Senior Independent Director. He is Chairman of Peel Ports Limited and a director of a number of other companies within the Peel Group. He is Chairman of Tulloch Homes Group Limited and an ambassador for The Prince and Princess of Wales Hospice in Glasgow.

RESOLUTION 4: Reappointment of Brian Wilson

Brian Wilson retires from office given he has served more than nine years as a non-executive director. Mr Wilson is willing to stand for reappointment as a director.

Mr Wilson was appointed as a non-executive director in June 2005. Formerly a Member of Parliament, Mr Wilson also held several ministerial posts during his political career. He is an experienced journalist and writer and a director of several private companies including Harris Tweed Hebrides Limited. In 2011, he was named UK Global Director of the Year by the Institute of Directors. He is a Trade Ambassador for the UK Government and a visiting professor at the University of Strathclyde.

RESOLUTION 5: Reappointment of Peter Lawwell

Peter Lawwell retires by rotation and is willing to stand for reappointment as a director. Mr Lawwell was originally appointed to the Board in October 2003 and was last reappointed in November 2016. His business experience prior to joining Celtic in 2003 included posts at Clydeport plc as Commercial Director, Chief Executive of Scottish Coal and senior posts with Hoffman la Roche and ICI.

Mr Lawwell has played a key, and in the view of the Board, extremely effective and successful role in the management of the Company's operations and finances since his appointment, leading the business on a day-to-day basis and through major projects and initiatives to meet the Company's underlying strategic and business objectives. He is highly respected throughout Scottish, British and European football. Mr Lawwell has in the past served as a director of the Scottish FA and the Scottish Professional Football League Limited. He is currently a member of the board of the European Club Association and a member of the Professional Football Strategy Council of UEFA.

RESOLUTION 6: Reappointment of Christopher McKay

Christopher McKay retires by rotation and is willing to stand for reappointment as a director. Mr McKay was originally appointed to the Board in January 2016 and was reappointed (in accordance with the Articles) at the Company's AGM in November 2016. Prior to his appointment as financial director, Mr McKay spent the last 18 years in professional services, latterly in senior positions with global consultancy firm Deloitte. He qualified as a Chartered Accountant with Deloitte in 2000 and has spent the last 15 years within the Financial Advisory area. He has extensive advisory experience in many industries across the UK and International Markets. He is currently a member of the Finance Working Group of the European Club Association.

RESOLUTIONS 7 AND 8: Appointment and remuneration of auditors

The Company is required to appoint auditors at each general meeting at which its annual accounts and reports are presented to shareholders. The auditors hold office until the end of the next such general meeting. The auditors are responsible for examining the Company's annual accounts in accordance with statutory requirements.

The accounts for the year to 30 June 2019 have been audited by BDO LLP. Their report to the members of the Company is included within the 2019 Annual Report.

Each year the Audit Committee considers the performance of the auditors, including factors such as objectivity, independence, quality of audit work, quality of service and value for money. The Board, taking account of the recommendations of the Audit Committee, is satisfied that the performance of BDO LLP continues to meet the necessary standards. Accordingly this resolution proposes the appointment of BDO LLP as auditors and follows normal practice in giving authority to the Board to determine their fees.

RESOLUTION 9: Authority to allot shares

Generally, the directors may only allot shares in the Company (or grant rights to subscribe for, or to convert any security into, shares in the Company) if they have been authorised to do so by shareholders in general meeting. This resolution, if passed, will authorise the directors to allot shares in the Company (and to grant such rights) up to an aggregate nominal amount of £150,787.34, which represents approximately 16% of the nominal value of the issued ordinary share capital of the Company (excluding the convertible preferred ordinary shares) as at 17 October 2019 (being the last practicable date before the publication of this document). This falls well within guidelines issued by the Investment Association, which suggest a general limit of up to one third of the nominal value of the issued ordinary share capital.

If given, this authority will expire on the earlier of 27 February 2021 (being the date 15 months after the date of this annual general meeting) and the conclusion of the next annual general meeting. The directors have no present intention to exercise the authority sought under Resolution 9 other than for the purposes of the Company's scrip dividend scheme, and honouring share options (if any), if exercised.

RESOLUTION 10: Renewal of scrip dividend scheme

Article 40.8 of the Articles allows the directors to offer to holders of any particular shares the right to elect to receive Ordinary Shares (as defined in the Articles), credited as fully paid, instead of cash in respect of all or part of a dividend. The directors' existing authority to exercise the powers contained in Article 40.8 was passed by special resolution at the Company's annual general meeting on 21 November 2014 and expires on 21 November 2019. This resolution, if passed, will renew the Company's scrip dividend scheme by authorising the directors to exercise the powers contained in Article 40.8 of the Articles such that they may offer to the holders of Preference Shares (as defined in the Articles) the right to elect to receive Ordinary Shares credited as fully paid, instead of all or part of any dividend payable on the Preference Shares. If given, this authority will expire on 27 November 2024, being the date 5 years after the date of this annual general meeting.

RESOLUTION 11: Disapplication of pre-emption rights

Generally, if the directors wish to allot new shares or other equity securities (within the meaning of section 560 of the Companies Act 2006) for cash, then under the Companies Act 2006 they must first offer such shares or securities to ordinary shareholders in proportion to their existing holdings. These statutory pre-emption rights may be disapplied by shareholders.

Resolution 11, which will be proposed as a special resolution, renews a similar power given at last year's annual general meeting and, if passed, will enable the directors to allot equity securities for cash up to an aggregate nominal value of £150,787.34 without having to comply with statutory pre-emption rights. However this power is limited so that it applies only for allotments:

- (a) in connection with a rights issue, open offer or other pre-emptive offer to ordinary shareholders and to holders of other equity securities (if required by the rights of those securities or the directors otherwise consider necessary), but (in accordance with normal practice) subject to such exclusions or other arrangements, such as for fractional entitlements and overseas shareholders, as the directors consider necessary;
- (b) in place of a cash dividend pursuant to any authority conferred upon the directors in accordance with and pursuant to article 40.8 of the Company's articles of association (the Company's scrip dividend scheme); and

- (c) in any other case, up to an aggregate nominal amount of £47,121.04, which represents approximately five percent of the nominal value of the issued ordinary share capital of the Company (excluding the convertible preferred ordinary shares) as at 17 October 2019 (being the last practicable date before the publication of this document).

If given, this power will expire on the earlier of the conclusion of the Company's next annual general meeting and 27 February 2021. It is the directors' intention to renew this power each year in order that the Company has some flexibility to issue shares if considered appropriate and in the Company's best interests to do so, although it has not been used in recent years other than for implementation of the Company's scrip dividend scheme.

Other than for the Company's scrip dividend scheme, and to honour the exercise of share options (if any), the directors have no present intention of exercising the authority sought under Resolution 11.

RECOMMENDATIONS ON RESOLUTIONS 1-11 (INCLUSIVE)

The directors believe that the proposals outlined in Resolutions 1 to 11 (inclusive) are in the best interests of the Company and its shareholders. The directors intend to vote in favour of each of those resolutions, and recommend shareholders to do likewise.

RESOLUTION 12: Shareholder Requisition

Resolution 12 has been requisitioned by certain members under the provisions of Section 338 of the Companies Act 2006. **The resolution is not proposed by the directors.** This resolution and the text of the supporting statement were prepared by the requisitioning shareholders and accordingly the Board expresses no view as to the accuracy of the matters set out therein.

The following statement is circulated on behalf of those members in accordance with Section 314 of the Companies Act 2006:

“Recital to Justify Restoring Resolution 12 (Celtic AGM 2013) to 2019 AGM Agenda

At the AGM of Celtic PLC held in 2013, Resolution 12 requested that the Board of Celtic PLC raise certain club licensing issues with UEFA in light of what the Resolutioners felt was evidence which showed clear irregularities occurring in relation to UEFA Club licensing processes in Scotland during season 2011/12. The formal Resolution was adjourned following an agreement between the Resolutioners and the Board of Directors of Celtic PLC.

The basis of the agreement reached was that there was sufficient reason to question SFA assurances and an adjournment would provide the time for Celtic to make further enquiries on their shareholders behalf with input from the Resolutioners.

Accordingly, it was agreed between the Resolutioners and The Board of Directors that it was in the best interests of all shareholders to await the outcome of those enquiries before proceeding to formally consider the Resolution in open AGM forum. At each subsequent AGM the resolution has been formally continued and adjourned to the following year by agreement in order to allow those enquiries to continue and to allow legal proceedings against Craig Whyte which did not directly involve Celtic PLC, to reach a conclusion.

1. Since the AGM of 2013, The Resolutioners have continued to liaise with the Board of Directors in relation to the enquiries made of the SFA through the Board, and have engaged the services of a multinational commercial law firm in order to communicate directly with both the SFA and UEFA regarding the licensing procedures followed by the SFA and UEFA, and the proper application of the rules of football, in relation to the applications made for European Licences in season 2011/12.
2. During that same period, The Board of Directors have continued to liaise with, and make representations to, the SFA about licensing procedures and about issues of good Governance and proper procedure in relation to licensing issues and with regard to season 2011/2012 in particular.
3. In the course of correspondence between the Resolutioner's legal agents and the SFA and between those same Legal Agents and UEFA, The SFA has confirmed in writing that it would comply with any investigation or enquiry instigated by UEFA in relation to the matters raised by the Resolution but stated that the SFA itself was time barred from reporting certain matters to UEFA in terms of the Rules of Football.
4. In the course of that same correspondence, UEFA provided information to the Resolutioner's Legal Agents which seemed to contradict information previously provided by The SFA and advised that if these same issues were raised with them by Celtic FC as a member club of UEFA then these would be investigated, but that UEFA could not or would not instigate such an investigation if the matters were raised by shareholders alone. UEFA were not approached by Celtic.
5. Subsequent to this correspondence and in light of information that has come to the attention of the Board of Directors since the AGM of 2013, and following the conclusion of the legal proceedings referred to above, The Board of Directors of Celtic FC in 2017 formally and publicly called upon the SFA to hold a full inquiry into a range of Governance and Licensing issues including those issues which were of concern to both the board and shareholders. This proposal was supported by The Chief Executive of the SPFL who clearly had similar concerns to those of the Board and the Resolutioners but the SFA refused to instigate any such enquiry.
6. Instead in May 2018 the SFA instructed an internal investigation into certain licensing issues in 2017 and as a consequence of that investigation brought disciplinary charges against Rangers FC alleging breaches of both SFA and UEFA rules but **without specifying the events in 2011 that the breaches referred to.**
7. However according to a public statement by The Rangers FC Ltd the period at the end of March leading to the granting of the licence was removed from scrutiny because according to them the charges were “groundless” and “directed by individuals intent on harming the Scottish game”.
8. Celtic were then presented with credible and lawfully provided evidence that questioned the basis on which the end of March 2011 period had been excluded from scrutiny but when it was not acted upon the Resolutioners Legal Agents brought it to the attention of the SFA immediately prior to the Independent Judicial Panel Disciplinary Tribunal (JPDT) preliminary hearing In June 2018.
9. It is understood that at that hearing, legal representations were made on behalf of Rangers FC that the charges concerned could not be prosecuted before, and considered by, an SFA appointed Judicial Panel for legal reasons (reportedly as a consequence of the secret 5 Way Agreement that SFA have failed to confirm.) The JPDT considered these submissions and subsequently ruled that they did not have the

appropriate jurisdiction to consider the charges which had been brought before it and so could not determine whether there had been a breach of either SFA or UEFA rules or both. The JPDT recommended that the proper forum to consider the charges concerned, and all the evidence surrounding the matters referred to in the charges, was the Court of Arbitration for Sport (CAS). The SFA were accordingly advised to raise the matter in that forum.

10. At a meeting in August 2018, with two representatives from other Celtic supporting constituencies in attendance, the full import of the evidence Resolutioners presented to SFA in June 2018 in relation to tax overdue and UEFA FFP rules was set out in writing and handed over for Celtic to enable them to establish informally if an overdue payable, as UEFA define it, existed. If it did then the proof provided to the SFA that enabled them to grant the licence looks like an act of false pretence/fraud. If there was no overdue payable as UEFA define it then there was no need for further action by Celtic other than to convey UEFA's reasons to shareholders at the 2018 AGM .
11. At the November 2018 AGM the Resolutioners expressed dissatisfaction at Celtic's inaction since May and August 2018 and Celtic's reliance on an SFA judicial process that appeared to have no jurisdiction on the matter and Celtic Board were asked a series of questions, to be replied to in writing, asking why were CAS involved, what exactly was going to CAS, and when would it happen, to which answers are still awaited.
12. It has been nearly two years since the original SFA judicial process started in September 2017, and 13 months since the Judicial Panel Disciplinary Tribunal (JPDT) decided to have the matter referred to CAS but have not done so, nor has the SFA Compliance Officer addressed the evidence presented by Resolutioners in June 2018 that challenges the exclusion of the end of March 2011 from scrutiny.
13. An exclusion significant for two reasons:
 - a) it in effect robs Resolution 12 of shareholders locus in that UEFA sanctions after a licence has been granted that relate to the monitoring period fall into the following season and
 - b) it suggests that the licence was granted on false pretence which if true is a criminal matter that the police should be asked to investigate.
14. In a public response probably prompted by reminders letters from the Resolutioners' Legal Agents The Chief Executive Officer of the SFA has stated that the SFA as a body has still to determine whether it will refer the matter to the Court of Arbitration for Sport and that this decision will be made by Christmas 2019.
15. In the course of discussions Resolutioners were told by Celtic that the representatives of other football clubs who make up the membership of the SFA, have no appetite to refer the charges to the Court of Arbitration for Sport and have expressed no interest in ensuring that the breaches of the SFA and UEFA rules alleged within the charges brought by the SFA after investigation, are considered by any judicial forum with the appropriate jurisdiction, or in ensuring that the rules of the SFA and UEFA are seen to be complied with and if necessary enforced.
16. Whilst it is alarming that member clubs do not appreciate the importance of having a set of licensing regulations that all clubs can rely on to be followed in good faith by all fellow clubs and properly policed by the SFA, nevertheless this apparent licensing failure impacts negatively on the financial value of Celtic shareholdings and should not be used as an excuse to prevent Celtic from pursuing answers from UEFA whose rules after all appear to have been breached in a manner that is not bound by their statute of limitations if corruption is involved. Something a UEFA investigation would help establish.
17. The SFA have made it plain that they consider that sufficient evidence exists to bring charges alleging breaches of both SFA and UEFA rules, but that for as yet unexplained legal reasons, and despite being the Governing body in relation to football in Scotland and being the appropriate Licensing Authority appointed by UEFA itself in relation to European Licences, The SFA is unable to enforce its own and UEFA'S licensing regulations in this instance and lacks the appropriate jurisdiction to hold disciplinary proceedings when alleged irregularities are uncovered and investigated.
18. Given all of the above, and to rectify their inaction by Celtic since May 2018, we would ask the board of Celtic PLC to either
 - a) pass and approve the original Resolution 12 proposed at the AGM of 2013 and to formally bring all of the above to the attention of the appropriate UEFA'S Disciplinary and Licensing Body as it is now clear that it is both necessary and essential that the issues concerned are referred to UEFA as the Governing Body for European Football or
 - b) refer the matter to the City of London Police to investigate if false pretence occurred in 2011.

Shareholders who agree this is necessary can indicate their support by signing the attached proposal which will be presented to the 2019 AGM.

Glossary: "Resolutioners" refers to those shareholders representing fellow shareholders who formally supported Resolution 12 to 2013 Celtic AGM."

Board Response

This resolution and the text of the supporting statement were prepared by the requisitioning shareholders and accordingly the Board expresses no view as to the accuracy of the matters set out therein. The resolution proposed at the 2013 AGM is available at:

http://cdn.celticfc.net/assets/downloads/AGMNotice_2013.pdf

As the premier football club in Scotland, Celtic have made a consistent stand, over many years and covering many instances, for fairness and transparency to be at the heart of football governance. The Board of Celtic PLC considers that the best way to ensure that these principles are safeguarded is continued and constructive engagement with the Scottish FA, the SPFL, UEFA and fellow clubs. In respect of this particular issue, the Board engaged with the requisitioning shareholders over a significant period of time. The Board has further engaged, over the same period, with the relevant football authorities, according to their respective responsibilities. The matter currently sits with the Scottish FA.

The Board does not consider it to be in the best interests of the Company to take the steps proposed by the resolution. The Board recommends that you vote against this resolution.