

Resolution (and supporting statement) proposal for the 2013 Celtic Plc AGM under the terms of the Companies Act.

This AGM requests the Board exercise the provision contained in the Procedural Rules Governing the UEFA Club Financial Control Body Article 10 with jurisdiction and investigation responsibilities identified in articles 3 & 11 (Note 1), by referring/bringing to the attention of the UEFA Club Financial Control Body (FCFB), the licensing administration practices of the Scottish Football Association (SFA), requesting the CFCB undertake a review and investigate the SFA's implementation of UEFA & SFA license compliance requirements, with regard to qualification, administration and granting of licenses to compete in football competitions under both SFA and UEFA jurisdiction, since the implementation of the Club Licensing and Financial Fair Play Regulations of 2010.

Supporting Statement

We the undersigned request this course of action, from our clubs custodians and corporate representation, responsible to protect our interests in line with corporate law. We consider the SFA governance has displayed a disregard for the rules and spirit of fair play, contradicted FIFA, UEFA & SFA mission statements and acted in contravention to the spirit of the rules of fair play outlined in FIFA, UEFA & SFA Rules, Regulations and Supplementary documents of which the SFA are signatories, such as;

FIFA Code of Conduct Article 3 – Eleven principles for behavior and conduct of the FIFA family. (Note 2)

FIFA Standard Cooperation Agreement of 2004 Article 2.1 - Basic Principles, which states:

The basic principles governing the organization, administration and financing of football are as follows: football statutes and regulations, democratic election of governing bodies, legality, competence, dignity, probity, mutual respect, responsibility, trust, communication, transparency, fair play, solidarity, protection of sportsmen and sportswomen's health and promotion of friendly relations.

A number of recent examples of this including but not limited to the following;

1. Unprecedented transfer of membership and granting of license to operate to an unqualified new club, facilitating queue jumping into the lower professional set-up, at the expense of existing qualified clubs, who had applied through the recognized process.
2. Secret cross governance agreements to facilitate point 1. above, which took place during the preparation and contrary to the ethos of the SFA's own published mission statement Scotland United A 20/20 Vision 2012, regarding trust and respect, as part of the future governance of the sport. Further the process for the above agreement is in direct contravention of the FIFA Standard Cooperation Agreement of 2004 Article 2.1 Basic Principles, which identifies Associations responsibilities outlined above.
3. Participation of a new club in an SFA affiliated domestic club competition without proper registration compliance.
4. The participation of the SFA, in an inquiry on improper player registration, an inquiry the SFA declined to initiate on the grounds that; the SFA required to be neutral, maintaining appellate authority status, then not only compromising that neutrality by participation but providing an interpretation on player eligibility that UEFA and indeed FIFA should examine.

These in our opinion are just some of the more blatant contradictions to the spirit of fair play, however, far more serious, and the main thrust of this resolution is the granting by the SFA of a license to participate in European Competition in 2011, to a club who prime facie did not qualify specifically under the non-payment of social tax requirements identified in the FFP 2010, still outstanding to date, a decision that had a direct financial impact on our CFC Plc's financial well being.

Our concern is directed at the governance of the game in Scotland, the SFA, and its apparent disregard for the licensing system that was designed to protect against such commercial impropriety and to ensure sporting integrity; we wish to eliminate the opportunity for possible future indiscretions and insist this problem requires immediate action through investigation by the FCFB, to restore trust and respect in the governance of Scottish football.

We have no confidence in the SFAs governance within the current framework, to satisfy our concerns and therefore request the Board supports this resolution.

If the Board cannot support this resolution, we require a response in writing before the AGM, followed up with a statement addressing this issue at the AGM, justifying any such reticence, as to why it is believed the SFA's actions or lack of, in granting the UEFA license without due rigor, has not had a detrimental financial impact on our club, also justifying why there were no license administration irregularities if that is the Boards contention.

We ask you to support this resolution and the written statement above circulated to shareholders in advance of the meeting, in the interests of a stronger Celtic

I/We (Name/s) _____

Of (Address) _____

being an Ordinary shareholder of Celtic Plc (the 'Company') and/or a convertible Preferred Ordinary shareholder of Celtic Plc support the above resolution and supporting statement and wish the resolution to be considered at the Company AGM

Signature _____ Date _____

NOTE 1

Article 10 – Tasks of the CFCB chief investigator

1 If a case falling under the jurisdiction of the CFCB in accordance with these rules comes to the attention of, or is referred to, the CFCB, an investigation is conducted by the CFCB chief investigator.

2 The CFCB chief investigator establishes the facts and collects all evidence.

Article 3 – Jurisdiction of the CFCB

1 The CFCB is competent to:

- a) determine whether licensors have fulfilled their obligations and whether license applicants/licensees have fulfilled the licensing criteria as defined in the *UEFA Club Licensing and Financial Fair Play Regulations*;
- b) determine whether licensees fulfill the club monitoring requirements as defined in the *UEFA Club Licensing and Financial Fair Play Regulations*;
- c) impose disciplinary measures as defined in these rules in the event of non fulfillment of the requirements set out in the *UEFA Club Licensing and Financial Fair Play Regulations*;
- d) decide on cases relating to club eligibility for the UEFA club competitions to the extent provided for by the regulations governing the competitions in question.

2 When a case seems to come under the jurisdiction of both the CFCB and the Control and Disciplinary Body, the chairmen of the two bodies decide in their own discretion which body shall deal with the case. If they cannot

reach an agreement, the chairman of the Appeals Body decides in his own discretion. Such decisions on jurisdiction may only be appealed against with the final decision of the body to which the case was assigned.

Article 11 – Collection of evidence

1 The CFCB chief investigator may, on his own initiative or, where appropriate, at the request of the defendant, convene a hearing as part of his investigation.

2 All means of evidence may be considered by the CFCB chief investigator. This includes, but is not limited to, the defendant's testimony, witness testimonies, documents and records, recordings (audio or video), on-site inspections and expert reports.

3 The defendant may consult the case file.

4 The CFCB chief investigator may set a suitable time limit for the defendant to submit its observations and/or submit or request complementary evidence.

Note 2

3 Eleven core principles for behavior and conduct of the FIFA family

As a member of the FIFA family, we shall at all times comply with the following principles:

3.1 Integrity and ethical behavior

We all behave ethically and act with integrity in all situations, keeping in mind that a reputation for integrity is of the utmost importance to FIFA and its objectives.

3.2 Respect and dignity

We treat everyone with respect, and protect the personal dignity, privacy and personal rights of every human being.

3.3 Zero tolerance of discrimination and harassment

We are committed to a diverse culture. There shall be no discrimination as a result of race, ethnicity, origin, skin colour, nationality, religion, age, gender, language, physical appearance, sexual orientation or political opinion, or engagement in any kind of verbal or physical harassment based on any of the above-mentioned or any other criteria.

3.4 Fair play

We believe in the importance of fair play guiding us at all times in all our actions and decisions.

3.5 Compliance with laws, rules and regulations

We comply with all applicable laws and adhere to internal rules and regulations, including respecting stakeholders' interests.

3.6 Avoidance of conflicts of interest

We act always in the best interests of FIFA and its objectives. It is the personal responsibility of each member of the FIFA family to avoid any conflict of interest.

3.7 Transparency and compliance

We seek transparency and strive to maintain a good compliance culture with checks and balances.

3.8 Social and environmental responsibility

We are committed to taking our social and environmental responsibility seriously. We want to contribute to positive social change through football, and aim to minimise the negative impact of all our activities on the environment and to promote sustainability within our sphere of influence.

3.9 Fight against drugs and doping

We want to play a pioneering role in the fight against drugs and doping in sport. We are strictly against drugs and all doping practices.

3.10 Zero tolerance of bribery and corruption

We reject and condemn all forms of bribery and corruption.

3.11 No betting or manipulation

We do not take part in betting connected with football and do not tolerate any form of manipulation or unlawful influencing of match results.