

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

RESOLUTIONS

OF

THE DERBY COUNTY FOOTBALL CLUB LIMITED

(the "Company")

NOTICE is hereby given that at an extraordinary general meeting of the Company held at Pride Park Stadium, Pride Park, Derby DE24 8XL on 20th August 1999, the following resolutions were passed as resolutions of the type indicated by the headings below:

ORDINARY RESOLUTIONS

1. That the authorised share capital of the Company be increased from £2,000,000 to ~~£7,000,000~~ by the creation of an additional ~~5,000,000~~ ordinary shares of £1 each ranking pari passu in all respects with the existing ordinary share capital in the Company. 7,500,000
2. That the directors of the Company be and they are hereby generally and unconditionally authorised for the purpose of section 80 of the Companies Act 1985 to allot, grant options over, offer or otherwise deal with or dispose of any relevant securities (within the meaning of section 80 of that Act) up to an aggregate nominal amount of ~~£5,000,000~~ provided that this authority shall expire on the date five years from the date hereof unless renewed, varied or revoked by the Company in general meeting save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry. 7,500,000

SPECIAL RESOLUTIONS

3. That the directors of the Company be and they are hereby empowered pursuant to section 95(1) of the Companies Act 1985 to allot equity securities (within the meaning of section 94(2) of that Act) pursuant to the authority conferred by the ordinary resolution numbered 2 above as if section 89(1) of that Act did not apply to such allotment provided that this power shall cease to have effect when the said authority is revoked or would, if not renewed, expire 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.



Registered office: Pride Park Stadium
Pride Park
Derby
DE24 8XL

Dated: 20th August 1999

Lionel Pickers

.....
Chairman