

COMPANY NUMBER: 53100

WE CERTIFY THAT THIS IS A
TRUE COPY OF THE ORIGINAL
DOCUMENT

THE COMPANIES ACTS 1985 and 2006 *See also* DICKINSON DEES LLP

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

SWINDON TOWN FOOTBALL COMPANY LIMITED

Circulation Date: 02.12.2008

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (as amended), the directors of the Company propose the following resolution and send or supply the form of this resolution to all eligible members of the Company entitled to receive notice of and to attend and vote at general meetings of the Company on the above circulation date. If this proposed resolution is duly passed, it shall for all purposes be as valid and effective as if the same had been passed at a general meeting duly convened and held.

SPECIAL RESOLUTION

That:-

1. the authorised share capital of the Company be reduced from £8,872,551 divided into 17,745,102 ordinary shares of 50p each to £177,451.02 divided into 17,745,102 ordinary shares of 1p each by:-
 - 1.1 cancelling paid up capital to the extent of 49p per ordinary share upon each of the existing ordinary shares of 50p each which have been issued and are fully paid; and
 - 1.2 reducing the nominal value of all the ordinary shares of 50p each (whether issued or unissued) to 1p each; and
2. the amount standing to the credit of the share premium account of the Company be cancelled.

Andrew Fitter

Signature of eligible member or duly authorised person signing on their behalf

Name of eligible member: A FITTER ON BEHALF OF SWINDON FOOTBALL HOLDINGS LTD

Date: 9.12.08

Note

As this resolution is a special resolution it will be passed once 75% of eligible members signify their agreement to it. The requisite percentage must be achieved within 28 days of the circulation date of this resolution.

TUESDAY



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