

Company Number 77797

The Companies Act 1985

**SPECIAL RESOLUTIONS AND ORDINARY RESOLUTION**

**OF**

**THE FOOTBALL ASSOCIATION LIMITED**  
(the "Company")

(Passed 29<sup>th</sup> May 2007)

At the Annual General Meeting of the Company duly convened and held on 29<sup>th</sup> May 2007 at 12 00pm, the following resolutions were duly proposed and passed as special resolutions

**SPECIAL RESOLUTIONS**

**Resolution 9**

THAT the proposal of the Board (as approved by the Council) that the Articles of Association of the Company be altered by deleting the whole of the existing Articles of Association of the Company and substituting therefor new Articles of Association of the Company be approved

The revised wording is set out at Appendix 1

**Resolution 12**

THAT the proposal of the Board (as approved by the Council) that the Memorandum of Association of the Company be altered as follows

- 1 1 by amending Clause 1 by the insertion of "of Association" after "Memorandum",
- 1 2 by amending Clause 2 by "Registered Office" being replaced by "registered office",
- 1 3 by deleting Clause 3(1) and (2) and substituting therefor the following
  - "3 The objects for which The Association is established (the "Objects") are -
  - (1) to effectuate and carry into execution the powers, obligations, duties, and general objects of the organisation founded in 1863 as the governing body of the game of association football in England,
  - (2) (a) to promote the game of association football in every way that The Association shall think proper,

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(b) to govern the game of association football with integrity and in doing so will seek to (i) enforce rules and regulations of The Association and the Laws of the Game for participants and take all such steps as shall be deemed necessary or advisable for preventing infringements of the rules and regulations of The Association and Laws of the Game, or other improper methods of practices in such game, and for protecting it from abuses, and (ii) continue to encourage and promote compliance by all participants with best practice guidelines and work to address discrimination on the basis of disability, race or gender in the game of football, and

(c) to support the technical development of England international representative teams as well as professional and grassroots football generally," and

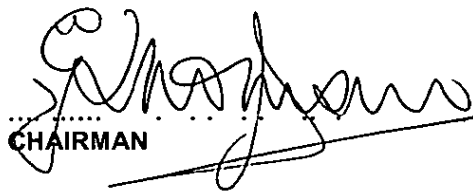
- 1 4 by deleting Clauses 3(3) to 3(38) in their entirety and substituting therefor new clauses 3(3) to 3(42)

The revised wording is set out at Appendix 2

## ORDINARY RESOLUTION

### Resolution 13

THAT the proposal of the Board (as approved by the Council) that the authorised share capital of the Company be increased from £101 to £102 by the creation of a new special share of £1 called the "National Game Special Share" AND THAT the issued Special Rights Preference Share of £1 00 be re-designated as a special share of £1 and called the "Professional Game Special Share" AND THAT Clause 5 of the Memorandum of Association of the Company be amended accordingly, be approved

  
CHAIRMAN