

The Football League Limited
Registered Number 0080612

Notice of Passing of Special Resolutions

SATURDAY



Take Notice that at the Annual General Meeting held on the 8th June 2010 The Football League Limited passed three special resolutions as follows -

Resolution One

Amend the Definitions and Article 4.7.4 to read as follows -

- New def 'Group Undertaking' has the meaning set out in section 1161(5) of the 2006 Act
- New def 'Insolvency Act' means the Insolvency Act 1986 and any statutory modification or re-enactment thereof for the time being in force
- New def 'Insolvency Event' refers to any one of the following -
- (a) entering into a Company Voluntary Arrangement pursuant to Part 1 of the Insolvency Act, a Scheme of Arrangement with creditors under Part 26 of the 2006 Act, or any compromise agreement with its creditors as a whole,
 - (b) the lodging of a Notice of Intention to Appoint an Administrator or Notice of Appointment of an Administrator at the Court in accordance with paragraph 26 or paragraph 29 of Schedule B1 to the Insolvency Act, an application to the Court for an Administration Order under paragraph 12 of Schedule B1 to the Insolvency Act or where an Administrator is appointed or an Administration Order is made ('Administrator' and 'Administration Order' having the meanings attributed to them respectively by paragraphs 1 and 10 of Schedule B1 to the Insolvency Act),
 - (c) an Administrative Receiver (as defined by section 251 of the Insolvency Act), a Law of Property Act Receiver (appointed under section 109 of the Law of Property Act 1925) or any Receiver appointed by the Court under the Supreme Court Act 1981 or any other Receiver is appointed over any assets,
 - (d) shareholders passing a resolution pursuant to section 84(1) of the Insolvency Act to voluntarily wind up,
 - (e) a meeting of creditors is convened pursuant to section 95 or section 98 of the Insolvency Act,
 - (f) a winding up order is made by the Court under section 122 of the Insolvency Act or a provisional liquidator is appointed under section 135 of the Insolvency Act,
 - (g) ceasing or forming an intention to cease wholly or substantially to carry on business save for the purpose of reconstruction or amalgamation or otherwise in accordance with a scheme of proposals which have previously been submitted to and approved in writing by the Board,
 - (h) being subject to any insolvency regime in any jurisdiction outside England and Wales which is analogous to the insolvency regimes detailed in paragraphs (a) to (g) above, and/or
 - (i) have any proceeding or step taken or any court order in any jurisdiction made which has a substantially similar effect to any of the foregoing

- New def 'Parent Undertaking' has the meaning set out in Section 1162 of the 2006 Act
- New def 'Subsidiary Undertaking' has the meaning set out in Section 1162 of the 2006 Act
- 4 7 4 if any Member Club shall become subject to or suffer an Insolvency Event,
- 4 7 5 if a Group Undertaking of a Member Club shall become subject to or suffer an Insolvency Event and the Board determines that, having regard to all the circumstances of the case and to -
- (a) such of the provisions of the Insolvency Act, the Competition Act 1998 and the Enterprise Act 2002 as are relevant and then in force,
 - (b) the need to protect the integrity and continuity of the League competition,
 - (c) the reputation of The League and the need to promote the game of association football generally, and
 - (d) the relationship between the Club and the Group Undertaking,
- it is appropriate to serve notice under Article 4 5,

Resolution Two

Add a new article 63 to read as follows: -

- 63 1 The League may by ordinary resolution appoint a person to hold the post of Honorary President of The Football League. The Honorary President shall be entitled to receive notices of and to attend at all General Meetings of The League, but they shall not be entitled to speak or vote at any meeting and shall not be a member of the Company or the Board. The term of appointment shall be three years. An individual may not serve more than two terms.
- 63 2 The Honorary President shall cease to hold office on the earlier of
- (a) the expiry of their term of office,
 - (b) the first Annual General Meeting following their 75th birthday, or
 - (c) the removal of them by an ordinary resolution of the members at any time

Resolution 3

The Executive be authorised to make such consequential deletions, alterations, additions and renumbering to the Articles of Association and the Regulations to give effect to the Resolutions passed at this meeting provided that all such changes are in the spirit of such Resolutions

Dated 15th June 2010

**T S Detko
Company Secretary**