

COMPANIES ACTS 1985

MANCHESTER UNITED FOOTBALL CLUB LIMITED

(Company No. 00095489) (the "Company")

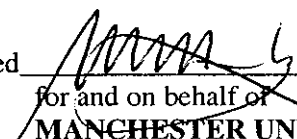
COMPANY LIMITED BY SHARES

SHAREHOLDER WRITTEN RESOLUTIONS

1. We, the undersigned, being the sole member of the Company who, at the date of these resolutions is entitled to attend and vote at a general meeting of the Company **HEREBY RESOLVE** in writing pursuant to the Articles of Association of the Company as follows:-
 - 1.1 THAT the Company be and is hereby authorised to give financial assistance under sections 155-158 (inclusive) Companies Act 1985 to Red Football Limited (the **Acquirer**), a company incorporated in England and Wales, for the purpose of the acquisition of the entire issued share capital of the Company's holding company, Manchester United Limited, as more particularly set out in the copy of the Declaration declared by the directors of the Company in relation to assistance for the acquisition of shares (Form 155(6)(a) attached hereto).
 - 1.2 THAT the terms of and the transactions contemplated by each of the following documents be and are hereby approved:
 - (a) a supplemental accession letter (the **Supplemental Accession Letter**) to the Senior Credit Agreement (as defined in the attached Declaration) between, inter alia, (1) the Company and (2) J.P. Morgan Europe Limited as facility agent;
 - (b) an intra group funding agreement (the **MU Companies-Red Funding Agreement**) between, inter alia, (1) the Company and Manchester United Limited as lenders and (2) the Acquirer as borrower.
- (together the **Documents**)
- 1.3 THAT:
 - (a) the execution and delivery of the Documents; and
 - (b) the performance by the Company of its obligations under and any transactions contemplated by the Documents.

be and are hereby approved.

Date 21 November 2005

Signed 
for and on behalf of
MANCHESTER UNITED LIMITED

