

NORWICH CITY FOOTBALL CLUB PLC

(Company No 154044)

COPY RESOLUTIONS



At the Annual General Meeting of the Company held at the Norfolk Lounge, Carrow Road, Norwich, Norfolk NR1 1JE on 24 November 2015 the following Resolutions were duly passed, of which Resolutions 1 to 5 were passed as Ordinary Resolutions and Resolution 6 was passed as a Special Resolution

ORDINARY RESOLUTIONS

- 1 To receive the consolidated annual accounts of the Company and its subsidiaries for the 12 months ended 30 June 2015 and the reports of the Directors and the Auditors on those accounts
- 2 Alan Bowkett is re-appointed as a Director of the Company
3. Michael Foulger is re-appointed as a Director of the Company
- 4 BDO LLP are re-appointed as the Auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company and to authorise the Directors to determine their remuneration
- 5 That, in accordance with section 551 of the Companies 2006 Act ("the Act"), the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £1,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the

date being five years from the date on which this resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Act

SPECIAL RESOLUTIONS

6. That, subject to the passing of the Resolution 5 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 5, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall
- (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £1,000,000, and
 - (b) expire on the date being five years from the date on which this resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date) 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 and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired

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Secretary