

Company number 00470509

**PRIVATE COMPANY LIMITED BY SHARES**  
**RESOLUTION OF**  
**OXFORD UNITED FOOTBALL CLUB LIMITED**  
(passed on 29 JULY 2014)

The following resolutions were duly passed as an ordinary resolution and special resolution (as indicated below) of the Company on the date stated above by way of written resolution in accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006 (the Act)

ORDINARY RESOLUTION	
1	<b>THAT</b> , subject to the approval by The Football Association Limited in accordance with article 40(b) of the Company's articles of the association and with effect therefrom, the articles of association of the Company be amended by the deletion of the limit on the maximum number of shares which the Company may issue imposed as a result of the authorised share capital of the Company on 1 October 2009 being treated, by virtue of section 28 of the Act, as a provision of the Company's articles of association with effect from 1 October 2009
SPECIAL RESOLUTIONS	
2	<b>THAT</b> , notwithstanding articles 2(a) and 2(b) of the Company's articles of association, in substitution for all existing and unexercised authorities and powers, the directors of the Company be generally and unconditionally authorised for the purpose of section 551 of the Act to exercise all or any of the powers of the Company to allot new 5 25% Preference Shares of £1 each in the Company (the <b>Shares</b> ) up to an aggregate nominal value of £1,000,000 (in addition to the existing 140,000 Preference Shares of £1 00 each) to such persons at such times and generally on such terms and conditions as the directors may determine (subject always to the articles of association of the Company), provided that this authority shall, unless previously renewed, varied or revoked by the Company in general meeting, expire on the day before the fifth anniversary of the date on which this resolution is passed save that the directors of the Company may, before the expiry of such period, make an offer or agreement which would or might require the Shares to be allotted after the expiry of such period and the directors of the Company may allot the Shares in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired
3	<b>THAT</b> , subject to the approval by The Football Association Limited in accordance with article 40(b) of the Company's articles of the association and with effect therefrom, the articles of association of the Company be amended as follows  (a) by the deletion of articles 2 (a) and 2(b), (b) by re-numbering the existing article 2(c) as article 2



Director

Date 29 JULY 2014

THURSDAY



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A32 07/08/2014 #215  
COMPANIES HOUSE