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Ordinary Resolutions of Cambridge United Football Club Limited passed at the Annual General Meeting on Monday, 30th January 2006

At an Annual General Meeting of the Members of Cambridge United Football Club Limited, duly convened and held at The Abbey Stadium, Newmarket Road, Cambridge, CB5 8LN on Monday, 30th January 2006, the following ordinary resolutions were passed:

1. Resolution to increase the authorised Share Capital of the Company:

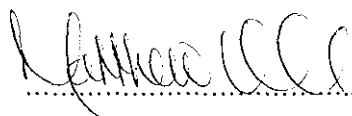
That with effect from the passing of this resolution, the authorised share capital of the company be increased from £1,600,000 to £2,500,000 by the creation of a further 1,800,000 Ordinary Shares of 50p each to rank pari-passu in all respects with the existing Ordinary Shares in the capital of the Company.

2. Resolution to give Director's authority to allot:

That with effect from the passing of this resolution the Directors be given the authority to allot the relevant securities pursuant to section 80 of the Companies Act 1985 up to the maximum amount of £2,500,000 such authority to expire on 30th January 2011 save that the company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

Dated 1st February 2006

Signed:



Matthew D Wild
Company Secretary



Special Resolution of Cambridge United Football Club Limited passed at the Annual General Meeting on Monday, 30th January 2006

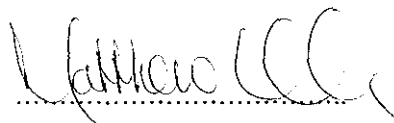
At an Annual General Meeting of the Members of Cambridge United Football Club Limited, duly convened and held at The Abbey Stadium, Newmarket Road, Cambridge, CB5 8LN on Monday, 30th January 2006, the following special resolution was passed:

3. Exclusion of the pre-emption rights under s89(1) of the Companies Act 1985

That with effect from the passing of this resolution the Directors be empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities (within the meaning of section 94 of the Companies Act 1985) pursuant to the authority conferred by this resolution as if subsection (1) of Section 89 of the Companies Act 1985 did not apply to any such allotment provided that this power shall be limited to the allotment of equity security up to an aggregate nominal amount of £2,500,000 and shall expire on 30th January 2011 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 securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

Dated 1st February 2006

Signed:

A handwritten signature in dark ink, appearing to read 'Matthew Wild', written over a dotted line.

Matthew D Wild
Company Secretary