

Company No. 01771361

THE COMPANIES ACTS 1985 and 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

THE HUDDERSFIELD TOWN ASSOCIATION FOOTBALL CLUB LIMITED

CIRCULATION DATE: *8th* April 2008

Pursuant to Chapter 2 of Part 13 Companies Act 2006, the directors of the Company propose that

- 1 Resolution 1 below is passed as an ordinary resolution (the "**Ordinary Resolution**"), and
 - 2 Resolution 2 below is passed as a special resolution (the "**Special Resolution**"),
- (and together the "**Resolutions**")

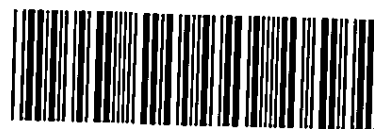
ORDINARY RESOLUTION

- 1 THAT pursuant to section 80 of the Companies Act 1985 (the "**Act**") and in substitution for all existing authorities under that section (to the extent unused), the directors be and are generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (within the meaning of section 80 of the Act) up to a maximum number of 5,833,333 of ordinary shares of £0.10 each provided that (unless previously revoked, varied or renewed) this authority shall expire on the fifth anniversary of the date of this resolution

SPECIAL RESOLUTION

- 2 THAT the directors be generally empowered pursuant to section 95 of the Act to allot equity securities (within the meaning of section 94 of the Act) for cash pursuant to the

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authority conferred by resolution 1 above up to an aggregate number of 5,833,333 as if section 89(1) of the Act did not apply to such allotment provided that such power shall expire on the fifth anniversary of the date of this resolution

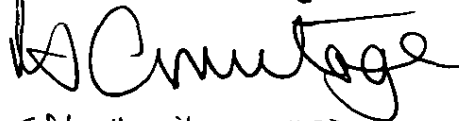
AGREEMENT

Please read the notes attached to this document before signifying your agreement to the Resolutions

The undersigned, being a person entitled to vote on the above Resolutions on the Circulation date hereby irrevocably agrees to the Resolutions

NAME: MR KENNETH ERNEST DAVY
ACTING BY HIS ATTORNEY
ROGER ARMITAGE

SIGNATURE:



DATE:

8th April 2008

NAME: ANDREW WATSON

SIGNATURE:



DATE:

8th Apr'l 2008

Notes

- 1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods
- 2 **BY HAND:** delivering the signed copy to the Company Secretary, The Huddersfield Town Association Football Club Limited, The Galpharm Stadium, Stadium Way, Leeds Road, Huddersfield, West Yorkshire, HD1 6PX,
- 3 **BY POST:** returning the signed copy by post the Company Secretary, The Huddersfield Town Association Football Club Limited, The Galpharm Stadium, Stadium Way, Leeds Road, Huddersfield, West Yorkshire, HD1 6PX,
- 4 **BY FAX:** faxing the signed copy to the Company's fax number for the attention of the Company Secretary,

If you do not agree with the Resolutions you do not need to do anything, you will not be deemed to agree if you do not reply

- 5 Once you have returned your agreement to the Resolutions to the Company, you may not revoke your agreement
- 6 Where, by 28 days after the Circulation Date insufficient agreement has been received for the resolution to pass, such resolution will lapse. If you agree to the resolution please ensure that your agreement reaches the Company on or before this date