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MILLWALL HOLDINGS PLC

Annual General Meeting

At the annual general meeting of Millwall Holdings plc (Company) held at 10.00 a.m. on 11 December 2009 at the The Den, Zampa Road, London, SE16 3LN the following ordinary resolutions were passed:

ORDINARY RESOLUTIONS

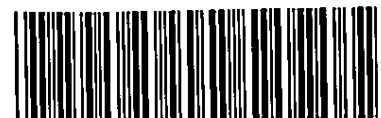
1. That, in accordance with section 551 of the Companies Act 2006 (2006 Act), the Directors be and they are hereby generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (Rights) up to an aggregate nominal amount of £2,000,000. This authority shall, unless renewed, varied or revoked by the Company, expire at the conclusion of the next annual general meeting of the Company save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights 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 unexercised authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 and/or section 551 of the 2006 Act save for the authorities conferred at the extraordinary general meeting of the Company held on 28 March 2007 which shall remain in full force and effect.
2. That the directors of the Company be and they are hereby authorised pursuant to article 111.2 of the existing articles of association of the Company to borrow on behalf of the Company and/or its Subsidiary Undertakings (as defined in the said articles) a sum or sums which in principal amount (including any premium payable on final repayment) remaining undischarged does not exceed the greater of three times the adjusted capital and reserves (as defined in article 111) and the sum of £20,000,000 in aggregate unless previously authorised by an ordinary resolution of the Company.



T. Simmons

Company Secretary

THURSDAY



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24/12/2009

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COMPANIES HOUSE