

COMPANIES ACTS 1985

MANCHESTER UNITED LIMITED

(Company No. 02570509) (the "Company")

COMPANY LIMITED BY SHARES

SHAREHOLDERS' WRITTEN RESOLUTIONS

1. We, the undersigned, being the members of the Company who, at the date of these resolutions are entitled to attend and vote at a general meeting of the Company **HEREBY RESOLVE** in writing pursuant to the Articles of Association of the Company as follows:-
 - 1.1 THAT the Company be and is hereby authorised to give financial assistance under sections 155-158 (inclusive) Companies Act 1985 to Red Football Joint Venture Limited (the **Acquirer**), a company incorporated in England and Wales, for the purpose of the subscription for shares in Red Football Limited as more particularly set out in the copy of the Declaration declared by the directors of the Company in relation to assistance for the subscription of shares (Form 155(6)(a) attached hereto).
 - 1.2 THAT the terms of and the transactions contemplated by an intra group funding agreement (the **MU Companies-Red Funding Agreement**) between, inter alia, (1) the Company and Manchester United Football Club Limited as lenders and (2) Red Football Limited as borrower be and are hereby approved:
 - 1.3 THAT:
 - (a) the execution and delivery of the MU Companies-Red Funding Agreement; and
 - (b) the performance by the Company of its obligations under and any transactions contemplated by the MU Companies-Red Funding Agreement.

be and are hereby approved.

Date 21 November 2005

Signed [Signature]
for and on behalf of
RED FOOTBALL LIMITED

Signed [Signature]
for and on behalf of
RED FOOTBALL JUNIOR LIMITED

