

Company Registered number: 3674789

**RESOLUTION OF THE MEMBERS OF UMBRO PLC ("the Company")  
DATED 16<sup>TH</sup> May 2007**


**Purpose of the resolution:**

**Authority for the Company to make market purchases of its own shares**

At the Annual General Meeting of the Company held on 16<sup>th</sup> May 2007 at Umbro House, Cheadle, Cheshire, the members voted in favour of and the Chairman declared duly approved the following Special Resolution (resolution 7 in the Notice of the Annual General Meeting)

**That** the Company be and is hereby authorised to purchase ordinary shares of 1 pence each in the capital of the Company by way of market purchase (as defined in section 163 (3) of the Companies Act 1985) upon and subject to the following conditions

- a The maximum aggregate number of ordinary shares to be purchased is 14,454,749 (representing 10% of the issued share capital)
- b The minimum price to be paid for such shares is 1 pence and the maximum price (exclusive of expenses) which may be paid is not more than five percent above the average of the middle market quotations taken from the London Stock Exchange Daily Official List for the five business days immediately preceding the date on which the share is purchased
- c Unless previously renewed or revoked, the authority conferred shall expire at the conclusion of the Company's next AGM or 12 months from the date of passing this resolution if earlier

  
David A Hare  
Secretary

