*Company Number: 04242687

SPECIAL AND ORDINARY RESOLUTION

(Pursuant to section 312 of the Companies Act 1985 and sections 84(1)(b) and 100 of the Insolvency Act 1986)

PLYMOUTH ARGYLE FOOTBALL COMPANY (HOLDINGS) LIMITED

At a General Meeting of the above named company duly convened and held at the offices of ReSolve Partners LLP, One America Square, Crosswall, London EC3N 2LB on 15 December 2011, the following resolutions were duly passed as a special and an ordinary resolution, respectively

- 1 That it has been resolved by special resolution that the Company be wound up voluntarily
- That Cameron Gunn, Mark Supperstone and Simon Harris of ReSolve Partners LLP, One America Square, Crosswall, London, EC3N 2LB be and are hereby appointed Joint Liquidators of the Company for the purposes of the winding-up and are to act jointly and severally

At the subsequent meeting of creditors held at the same place on the same date, the resolutions were ratified confirming the appointment of Cameron Gunn, Mark Supperstone and Simon Harris as Joint Liquidators

Thomas Keith Todd

Chairman of both meetings

MONDAY

A15

19/12/2011 COMPANIES HOUSE #13