

Company number 4440684

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Arena Coventry Limited (Company)

8 October 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**)

SPECIAL RESOLUTION

THAT the articles of association of the Company be amended as follows

- Article 53 shall be deleted in its entirety and replaced as follows

53 In the case of an equality of votes, the chairman shall be entitled to a casting vote

- Article 59 shall be deleted in its entirety.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on 8 October 2014, hereby irrevocably agrees to the Resolution

Signed by

Ronald Humphreys

Director, for and on behalf of Football Investors Limited

Date:

8 October



Signed by



Director, for and on behalf of London Wasps
Holdings Limited

Date

8 October 2014

NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods

By hand delivering the signed copy to the directors of the Company at Ricoh Arena, Phoenix Way, Coventry, CV6 6GE

Post returning the signed copy by post to the directors of the Company at Ricoh Arena, Phoenix Way, Coventry, CV6 6GE

If you do not agree to the Resolution, you do not need to do anything, you will not be deemed to agree if you fail to reply

- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
3. Unless, within 28 days of the date of this Resolution, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document