

Company number 07895367

SPECIAL RESOLUTION

OF

LINCOLN CITY HOLDINGS LIMITED (Company)

Passed on 24 November 2022

At a General Meeting of the Company duly convened and held on Thursday 24 November 2022 at 1pm, the following resolution was duly passed as a special resolution:

SPECIAL RESOLUTION

THAT the articles of the Company be amended by the insertion of new Article 27:

27. Right to Refuse Transfer of Shares

27.1 Without prejudice to the provisions of articles 12, 13, 14, 15, and 17, the directors may refuse to register the transfer of any share(s) in the event that:

(a) Football League Limited (The) (company number: 00080612) has not provided the transferee with all necessary confirmations and approvals as required by the Owners' and Directors' Test contained at Appendix 3 of the EFL Regulations (as updated from time to time) or any equivalent provision of the EFL Regulations as updated from time to time; or

(b) registering the transfer of any share(s) would cause the Company to breach any Regulation, Football Association Rule, Premier League Rule, or any other equivalent provision of any regulatory authority to which the Company is subject.

27.2 Except as required by law, no person is to be recognised by the Company as holding any shares upon any trust, and except as otherwise required by law or the articles, the Company is not in any way to be bound by or recognise any interest in a share other than the holder's absolute ownership of it and all the rights attaching to it."

Signed: **R.J. Parnell**

Company Secretary

