

THE COMPANIES ACTS 1985 to 2006

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTIONS OF THE SOLE MEMBER OF THE DUNDEE
FOOTBALL CLUB LIMITED ("the Company")**

(Registered Number: SC004585)

Special Resolutions passed by Written Resolutions of the sole member of the Company taken pursuant to Sections 281(1)(a) and 283(2) and (3) of the Companies Act 2006:

SPECIAL RESOLUTION

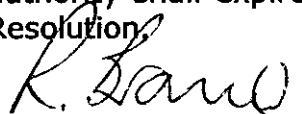
THAT the authorised share capital of the Company be increased to £1,000,000 by the creation of an additional 3,000,000 Ordinary Shares of 10 pence each in the Company, said additional Ordinary Shares to rank *pari passu* with the existing Ordinary Shares in the Company.

SPECIAL RESOLUTION

THAT all of the Ordinary Shares of 10 pence each in the share capital of the Company be sub-divided into Ordinary Shares of 1 pence each, so that each Ordinary Share of 10 pence is sub-divided into 10 Ordinary Shares of 1 pence each.

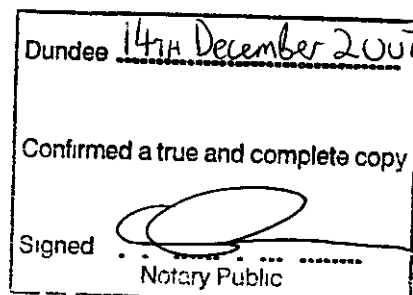
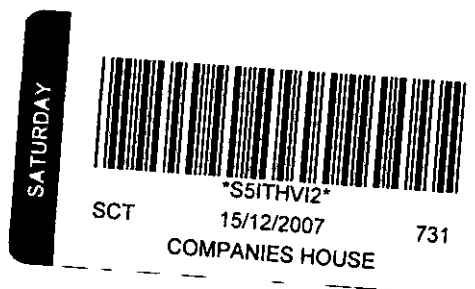
SPECIAL RESOLUTION

THAT in terms of Section 80 of the Companies Act 1985 the Directors of the Company be and are hereby authorised and empowered to issue the whole unissued Ordinary Shares of the Company, without regard to the terms of Section 89 and 90 of the said Act or any rights of pre-emption contained in the Articles of Association of the Company; unless previously revoked, such authority shall expire on the fifth anniversary of the date of the passing of this Resolution.



Director, Dundee F.C.
Holdings plc

8th December 2007
Date



CHRISTOPHER DAVID ALLAN
WHITEHALL HOUSE
33 YEAMAN SHORE
DUNDEE