

THE COMPANIES ACTS
COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

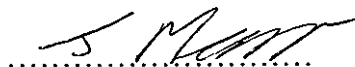
of

DUNDEE FOOTBALL CLUB LIMITED

At an annual general meeting of the Company held at Dundee on 30 October 1997 the following resolution was passed as an ordinary resolution of the Company:-

RESOLUTION

"THAT the Directors are hereby generally and unconditionally authorised in accordance with Section 80 of the Companies Act, 1985 ("the Act") to exercise all powers of the Company to allot, grant options over, or otherwise deal or dispose of any relevant securities (within the meaning of Section 80(2) of the Act) of the Company up to an aggregate nominal amount of £400,000 provided that this authority shall be in substitution for and not in addition to any previous authority conferred on the Directors and shall expire (unless previously received, varied or revoked by the Company in general meeting) on the expiry of five years from the date of this resolution and the Directors shall be entitled under the authority hereby conferred or under any renewal thereof, to make at any time prior to the expiry of such authority, any offer or agreement which would or might require relevant securities of the Company to be allotted after the expiry of such authority and the Directors may allot relevant securities pursuant to any such offer or agreement."



Director/Secretary

[dund04.res]

