

COMPANY NUMBER SC005323
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
THE HIBERNIAN FOOTBALL CLUB LIMITED ("Company")

By written resolution of the Company in accordance with Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions were passed on 12 January 2014:-

SPECIAL RESOLUTIONS

1. **THAT** the articles of association of the Company be amended by:
 - a. the insertion of the words "authorised share" between the words "The" and "capital" where they appear in the first sentence of Article 3;
 - b. the substitution of the figures £2,500,000 and 125,000,000 for the figures £500,000 and 25,000,000 respectively, where they appear in the first sentence of Article 3; and
 - c. the deletion of footnote 1 where it appears in relation to Article 3.
2. **THAT**, in accordance with paragraph 42 (2) (b) of Schedule 2 of the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in Clause V of the memorandum of association of the Company (as amended), which by virtue of section 28 of the Companies Act 2006 is treated as a provision of the Company's articles of association, is hereby revoked and deleted and the authorised share capital of the Company is restricted by the Article 3 of the Company's Articles of Association (as amended by resolution 1 above).
3. **THAT**, in accordance with section 569 of the Act, the directors of the Company (**Directors**) be generally empowered to allot equity securities (as defined by section 560 of the Act) as if section 561 of the Act did not apply to any such allotment.

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ORDINARY RESOLUTION

4. **THAT** the Directors be given the power to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550 of the Act. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006.

Director.....

Jami M

Date:

12/1/14