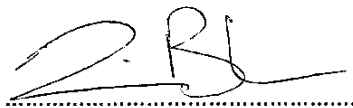


**SPECIAL RESOLUTION
OF
LIVINGSTON FOOTBALL CLUB LIMITED**

At an Extraordinary General Meeting of the Members of the said Company convened and held at The Tony Macaroni Arena, Alderstone Road, Livingston, West Lothian, EH54 7DN, on the 17th Day of April 2017 the following Special Resolution was duly passed:-

THAT

'The [nominal share] capital of the Company be increased from £1,200,000 to £5,000,000 by creation of 3,800,000 Ordinary Shares of £1 each to rank *pari passu* in all respects with the existing shares on the capital of the Company.'

A handwritten signature in black ink, appearing to read 'D. Black', is written over a horizontal dotted line.

David Black.
Director and Chief Executive Officer.