

COMPANY NO. SC209696

THE NEW FOOTBALL POOLS LIMITED (the *Company*)

Private company limited by shares

WRITTEN RESOLUTION of the sole shareholder of the Company in accordance with regulation 53 of Table A as incorporated into the articles of association of the Company

Date: 20 June 2017 (the *Circulation Date*)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the *Act*), the directors of the Company propose that the resolution below be passed as a special resolution (the *Written Resolution*).

Special resolution

1. **THAT** in accordance with section 77(1)(a) of the Act, the Company's name be changed from The New Football Pools Limited to Sportech Management Limited, subject to and conditional upon the completion of the sale of the football pools business pursuant to the sale and purchase agreement dated 2 March 2017 between Sportech PLC and FP Acquisitions Limited.

Agreement

Please read the notes at the end of this document before signifying your agreement to the Written Resolution.

The undersigned, being the sole member of the Company entitled to vote on the Written Resolution on the Circulation Date, hereby irrevocably agrees to the Written Resolution.

Corporate member

Signed byM. KALIFA..... (print name of signatory)

SignatureM Kalifa.....

for and on behalf of
SPORTECH PLC

Date 20 June 2017



NOTES

1. If you agree with the Written Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods (you may not indicate your agreement to the Written Resolution by any other method):
 - a. **By Hand:** delivering the signed copy to Luisa Wright, Collins House, Rutland Square, Edinburgh, EH1 2AA.
 - b. **Post:** returning the signed copy by post to Luisa Wright, Collins House, Rutland Square, Edinburgh, EH1 2AA.
 - c. **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to luisa.wright@sportechplc.com. Please enter "The New Football Pools Limited – Written Resolution in relation to a Change of Name" in the e-mail subject box.
2. If you do not agree to the Written Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Written Resolution, you may not revoke your agreement.
4. Unless sufficient agreement has been received for the Written Resolution to pass before the end of the period of 28 days beginning on the Circulation Date, it will lapse. If you agree to the Written Resolution, please ensure that your agreement reaches us before or during this date.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
6. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.