

**Special Resolution**

- of -

**BIRMINGHAM CITY FOOTBALL CLUB PLC (the Company)**

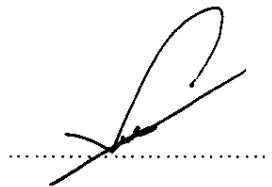
**Passed on 9 November 2009**

At a general meeting of the Company, duly convened and held at 10.45am on the above date, the members of the Company duly passed the following resolution:

**Special Resolution**

That the following article 12A be and is hereby inserted into the Articles of Association of the Company:

"12A. A member or members holding not less than a majority in nominal amount of the ordinary shares of the Company for the time being in issue may appoint a person willing to act to be a director and remove any director (howsoever appointed) from office, without prejudice to any claim for damages he may have for breach of any contract of service between him and the Company. The appointment or removal shall be made by an instrument signed by or on behalf of the person or persons making it and shall be effective as soon as such instrument is delivered to the registered office of the Company."



Vico Hui (Chairman)



**CERTIFIED A TRUE COPY  
OF THE ORIGINAL**

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