

Company no. 00053301

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**SOUTHAMPTON FOOTBALL CLUB LIMITED**

("Company")

Written resolution of the Company pursuant to chapter 2 part 13 of the Companies Act 2006 proposed by the directors of the Company, proposed as a special resolutions as detailed below:

**SPECIAL RESOLUTION**

**THAT:**

the articles of association of the Company be amended by amending existing clause <sup>19</sup> by deleting the words "*the number of the Directors shall be not less than ~~three~~*" and replacing with words "*the number of the Directors shall be not less than <sup>two</sup> one*".

**Circulation date:** 8 July 2009

**Registered office:** St Mary's Stadium  
Britannia Road  
Southampton  
SO14 5FP



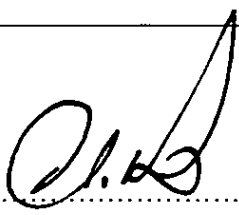
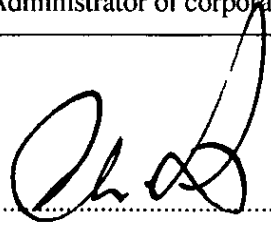
### Agreement to written resolution

We, the undersigned, being persons entitled to vote on the above resolution, irrevocably agree to such resolution:

*For individual member:*

Name of member:	  ..... <i>Block capitals please</i>	
Signed:	  .....	
		Dated: .....

*For corporate member:*

Name of corporate member:	SOUTHAMPTON LEISURE HOLDINGS PLC (IN ADMINISTRATION) .....	
Name and position of signatory:	 ..... Administrator of corporate member	
Signed by one of the administrators on behalf of corporate member without personal liability:	 .....	
		Dated: 8 July 2009

**SOUTHAMPTON FOOTBALL CLUB LIMITED**

**WRITTEN RESOLUTION: CIRCULATED ON 7 JULY 2009**

**Note: This document is important and requires your immediate attention.**  
Please read the explanatory statement to members before signifying your agreement to the resolution in this document.

**EXPLANATORY STATEMENT TO MEMBERS**

**1. Nature of written resolution**

- 1.1 This document contains a proposed written resolution of Southampton Football Club Limited for approval by you as a member of the Company. The resolution is proposed as a special resolution and requires members holding not less than 75 per cent of the total voting rights of members entitled to vote on such resolution to vote in favour of it to be passed.

**2. Period to approve written resolution**

If the Company has not received the necessary level of members' agreement to pass the resolution by 3 August 2009 (being 28 days from the date the resolution was first circulated to members), the resolution will lapse.

**3. Action required if you wish to approve the resolution:**

Please signify your agreement to the resolution by completing your details and signing and dating the document in the boxes provided and returning it to the Company in one of the following ways:

- 3.1 by delivering your signed and dated document by hand or by post to the Company's registered address marked "For the attention of the David Jones"; or
- 3.2 by scanning your signed and dated document, attaching it to an email and sending it to [chris.parker@dlapiper.com](mailto:chris.parker@dlapiper.com). Please enter "Written resolutions circulated on 7 July 2009" in the e-mail subject box.

**Once you have signified your agreement to the resolution, you cannot revoke it.** Please ensure that your agreement reaches us no later than 3 August 2009.

**4. Action required if you do not wish to agree to the resolution:**

You do not have to do anything. Failure to respond will not be treated as agreement to the resolution.