

THE COMPANIES ACTS 1985 TO 1989

Burnley Football & Athletic Company, Limited (The) ("the Company")
Company Number 54222

Take notice that the Company passed on the 21st November 2005 resolutions of which a print is set out below.

7. As an Ordinary Resolution

That subject to the granting of approval by the Football Association, Football League or any other governing body whose consent to such an amendment is required the authorised share capital of the Company be and hereby is increased to £100,000 (one hundred thousand pounds) by the creation of 50,000 (fifty thousand) Ordinary Shares of £1.00 (one pound) each to rank pari passu with existing shares of that class and that the Secretary be and hereby is instructed to file the necessary notice at Companies House to record this increase.

8. As an Ordinary Resolution

That subject to the granting of approval by the Football Association, Football League or any other governing body whose consent to such an amendment is required the directors of the Company be and hereby are generally authorised pursuant to section 80 of the Companies Act 1985 to allot and issue the entire unissued share capital of the Company upon such terms as they shall from time to time think fit and that such authority shall continue for a period of five years from the date of this resolution and that allotments or issues of shares taking place after the expiry of the period of authorisation provided for in this resolution shall nonetheless be valid if approved by the directors within the period of authorisation provided for in this resolution.

9. As a Special Resolution

That subject to the granting of approval by the Football Association, Football League or any other governing body whose consent to such an amendment is required that without prejudice to the generality of article 9 of the Articles of Association of the Company any allotment of shares in the capital of the Company carried out pursuant to the general



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- authority granted by resolution 8 above shall take place as if section 89(1) of the Companies Act 1985 did not apply to the Company pursuant to section 95(1) of the Companies Act 1985.

B. C. L. M.

Chairman

21/11/05

Date

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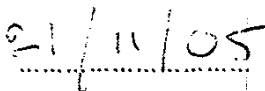
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1. As an Ordinary Resolution

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Chairman



Date

