

Company No: 61564

THE COMPANIES ACTS 1985 AND 1989

COPY RESOLUTIONS
of
THE SHEFFIELD UNITED FOOTBALL CLUB LIMITED

At an extraordinary general meeting of the company held on 30 June 1997 the following resolutions were duly passed of which resolutions 1 and 2 were passed as ordinary resolutions and resolution 3 was passed as a special resolution:

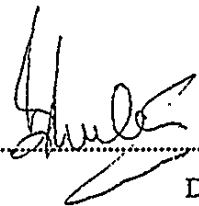
RESOLUTIONS

1. THAT the authorised share capital of the company be increased from £1,499,660.00 to £1,499,664.77 by the creation of 477 Deferred Shares of £0.01 each.
2. THAT the directors of the company be and they are hereby generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "Act") to exercise all the powers of the Company to allot and make offers or agreements to allot relevant securities (as defined by section 80(2) of the Act) for a period of five years from the date of the passing of this resolution (and to make an offer or agreement that would or might require allotment of such securities after the expiry of such period) up to an aggregate nominal value of £4.77.
3. THAT the articles of association of the company be amended by the following changes:
 - (a) in Article 4, line 1 delete the words "at the date of the adoption of these Articles"
 - (b) in Article 4, line 2 delete "£1,499,660" and insert in its place "£1,499,664.77"
 - (c) in Article 4, after line 5 insert:

"(d) 477 Deferred Shares of £0.01 each ("Deferred Shares")"
 - (d) at the end of Article 4 insert:

"The Deferred Shares may at the option of the Directors be issued together with a certificate entitling the holder to receive or to purchase on preferential terms one or more season tickets conferring the right to admission to the Company's football ground for home matches in the football league in which the Company's football team is from time to time competing (a "Season Ticket Certificate"). Season Ticket

Certificates may carry such rights and restrictions and may be valid for such number of seasons as the Directors may determine. Deferred Shares shall not confer on the holder thereof any right to receive notice of or to attend or vote at meetings of the Company (notwithstanding Article 65) or to receive any dividends but, as respects return of capital, Deferred Shares shall have no entitlement other than to the return of an amount equal to their nominal value ranking after the Original Shares, the Preference Shares, the Ordinary Shares and any other classes of shares issued by the Company from time to time".


 Director