

Company Number: 00123622

SPECIAL RESOLUTION

of

SCUNTHORPE UNITED FOOTBALL CLUB LIMITED

Passed on 22 April 2010

At a general meeting on the Company duly convened and held at the Executive Lounge of Glanford Park, Doncaster Road, Scunthorpe, North Lincolnshire, DN15 8TD at 1 00pm, the following resolutions were duly passed as special resolutions

SPECIAL RESOLUTION

1. Authority to allot

THAT, for the purposes of sections 550 and 551 of the Companies Act 2006 (**2006 Act**), the board of directors of the Company (**Directors**) be generally and unconditionally authorised to allot such shares in the Company to those of its existing members (who currently hold a number of shares in the Company which is not divisible by 40) as are necessary to increase each such member's holding of shares in the Company from the existing number of shares held by each such member to the next largest number divisible by 40 being up to an aggregate nominal amount of £15,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2010

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or sections 550 and 551 of the 2006 Act

2. Disapplication of pre-emption rights

2 1 THAT, subject to the passing of resolution 1, above, and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authorities conferred by resolution 1, as if section 561(1) of the 2006 Act and article 2(a) of the Company's Articles of Association did not apply to any such allotments, provided that this power shall

2 1 1 be limited to the allotment of equity securities up to an aggregate nominal amount of £15,000, and

2 1 2 expire on 31 December 2010 (unless renewed, varied or revoked by the Company prior to or on that date)

Signed



David Beeby

Company Secretary

FRIDAY



A27 *A1YZFJSY* 459
07/05/2010
COMPANIES HOUSE