

NORWICH CITY FOOTBALL CLUB PLC

(Company number 0154044)

COPY RESOLUTIONS



At the Annual General Meeting of the Company held at Norfolk Lounge, Carrow Road, Norwich, Norfolk, NR1 1JE on 26 November 2020 the following Resolutions were duly passed, of which Resolutions 1, 2, 3, 4 and 5 were passed as Ordinary Resolutions and Resolutions 6 and 7 were passed as Special Resolutions.

ORDINARY RESOLUTIONS

- 1 To receive the consolidated annual accounts of the Company and its subsidiaries for the 13 months ended 31 July 2020 and the reports of the Directors and the Auditors on those accounts.
- 2 To re-appoint Delia Smith, who retires by rotation, as a Director of the Company.
- 3 To re-appoint Michael Foulger, who retires by rotation, as a Director of the Company.
- 4 To re-appoint BDO LLP as the Auditors of the Company to hold office until the conclusion of the next general meeting at which accounts are laid before the Company and to authorise the Directors to determine their remuneration.
- 5 That, in accordance with section 551 of the Companies Act 2006. ("the Act"), the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £1,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date being five years from the date on which this resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act.

SPECIAL RESOLUTIONS

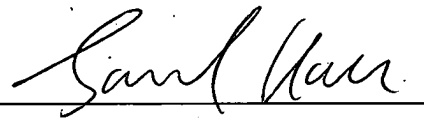
- 6 That, subject to the passing of the Resolution 5 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 5, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:
 - (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £1,000,000; and

- (b) expire on the date being five years from the date on which this resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

7 That the Company's Articles of Association be altered by the insertion of Article 19:

19. For the purposes of these Articles, the Board may resolve to enable persons entitled to attend, vote and participate in a general meeting to do so partly (but not wholly) by simultaneous attendance and participation by means of electronic facility or facilities, and may determine the means, or all different means, of attendance and participation used in relation to the general meeting. The members present in person or by proxy by means of an electronic facility or facilities (as so determined by the Board) shall be counted in the quorum for, and be entitled to participate in, the general meeting in question. That meeting shall be duly constituted and its proceedings valid if the chair is satisfied that adequate facilities are available throughout the meeting to ensure that members attending the meeting by all means (including the means of an electronic facility or facilities) are able to:

- (a) participate in the business for which the meeting has been convened;
- (b) hear all persons who speak at the meeting; and
- (c) be heard by all other persons attending and participating in the meeting.



Secretary