

FRIDAY



JJB SPORTS PLC (the "Company")

*(Incorporated and registered in England & Wales under
the Companies Acts 1985 to 1989 with registered number 01024895)*

**PRINT OF SPECIAL RESOLUTIONS OF THE COMPANY
PASSED ON 26 APRIL 2012**

At a General Meeting of the Company held at the offices of Herbert Smith LLP at Exchange House, Primrose Street, London, EC2A 2HS on 26 April 2012 the following resolutions of the Company were duly passed as special resolutions

- 1 **THAT**, subject to and conditional upon Resolutions 1 and 3 to 5 set out in the Notice of General Meeting being passed, in addition to any existing authorities, the Directors of the Company be and they are hereby empowered pursuant to section 570 and section 573 of the Companies Act 2006 to allot equity securities (within the meaning of section 560 of that Act) for cash pursuant to the authority conferred by Resolution 1 above as if section 561(1) of that Act did not apply to any such allotment, provided that, unless previously revoked, varied or renewed, this power shall expire upon the expiry of the authority conferred by Resolution 1 above, save that the Company shall be entitled to make offers or agreements before the expiry of such power which would or might require equity securities to be allotted after such expiry and the directors shall be entitled to allot equity securities pursuant to any such offer or agreement as if the power conferred hereby had not expired
- 2 **THAT**, subject to and conditional upon Resolutions 1 to 4 set out in the Notice of General Meeting being passed, the Directors of the Company be and they are hereby empowered pursuant to section 570 and section 573 of the Companies Act 2006 in substitution for the like authority conferred on the directors at the general meeting of the Company held on 8 July 2011 (but without prejudice to any allotments made pursuant to that authority) to allot equity securities (within the meaning of section 560 of that Act) for cash either pursuant to the authority conferred by Resolution 4 above or by way of a sale of treasury shares as if section 561(1) of that Act did not apply to any such allotment provided that this power shall be limited to
 - (a) the allotment of equity securities in connection with an offer of securities in favour of the holders of ordinary shares on the register of members at such record dates as the directors may determine and other persons entitled to participate therein where the equity securities respectively attributable to the interests of the ordinary shareholders are proportionate (as nearly as may be practicable) to the respective numbers of ordinary shares held or deemed to be held by them on any such record dates, subject to such exclusions or other arrangements as the directors may deem necessary or expedient to deal with treasury shares, fractional entitlements or legal or practical problems arising under the laws of any overseas territory or the requirements of any regulatory body or stock exchange or by virtue of shares being represented by depositary receipts or any other matter, and
 - (b) the allotment (otherwise than pursuant to sub-paragraph (a) of this Resolution 5) to any person or persons of equity securities up to an aggregate nominal amount of £202,906, and shall expire upon the expiry of the general authority conferred by Resolution 4 above, save that the Company shall be entitled to make offers or agreements before the expiry of

such power which would or might require equity securities to be allotted after such expiry and the directors shall be entitled to allot equity securities pursuant to any such offer or agreement as if the power conferred hereby had not expired

A handwritten signature in black ink, appearing to be 'J. K. Hull', written in a cursive style.

COMPANY SECRETARY