

JJB SPORTS PLC

(Registered in England and Wales No. 1024895)



("Company")

ORDINARY AND SPECIAL RESOLUTIONS

At the annual general meeting of the Company held at the JJB Stadium, Loire Drive, Wigan, Lancashire WN5 0UH on Friday 11 July 2003 at 12 noon, the following resolutions were passed as an ordinary resolution in the case of resolutions 8 and as a special resolution in the case of resolution 9:

ORDINARY RESOLUTION

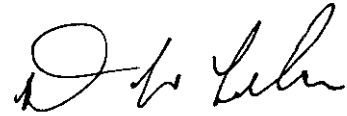
8. That in substitution for all existing authorities under that section, the Directors be generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 ("Act") to exercise all the powers of the Company to allot, grant options over, offer or otherwise deal with or dispose of any relevant securities (as defined in section 80(2) of the Act) of the Company up to a maximum aggregate nominal value of £4,181,219 to such persons, at such times and generally on such terms and conditions as the Directors (subject to the Articles of Association of the Company from time to time) in their absolute discretion may determine during the period commencing on the date of the passing of this resolution and expiring (unless previously renewed, varied or revoked by the Company in general meeting) fifteen months from the date of the passing of this resolution or if earlier, on the conclusion of the next Annual General Meeting of the Company save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities pursuant to such an offer or agreement as if the authority hereby conferred had not expired.

SPECIAL RESOLUTION

9. That in substitution for all existing authorities and subject to the passing of resolution 8, the Directors be generally empowered pursuant to section 95 of the Companies Act 1985 ("Act") to allot equity securities (as defined in section 94(2) of the Act) of the Company ("equity securities") for cash pursuant to the authority conferred by resolution 8 as if section 89(1) of the Act did not apply to such allotment, save that such power shall be limited to:
- 9.1 allotments of equity securities where such securities have been offered (whether by way of a rights issue, open offer or otherwise) to holders of ordinary shares in the capital of the Company in proportion (as nearly as practicable) to their existing holdings of ordinary shares but subject to the Directors having a right to make such exclusions or other arrangements in connection with the offer as they deem necessary or expedient:
- 9.1.1 to deal with the equity securities representing fractional entitlements; and
- 9.1.2 to deal with legal or practical problems under the laws of, or the requirements of, any recognised regulatory body or any stock exchange in any territory; and

9.2 allotments of equity securities for cash (otherwise than pursuant to paragraph 9.1) up to a maximum aggregate nominal value of £587,592

and (unless previously revoked, varied or renewed) shall expire fifteen months from the date of the passing of this resolution or if earlier, the date of the next Annual General Meeting of the Company save that the Company may before such expiry make an offer or agreement which would or might require equity shares to be allotted for cash after such expiry and the Directors may allot equity securities for cash pursuant to any such offer or agreement as if the power conferred by this resolution had not expired.

A handwritten signature in black ink, appearing to read 'D. L. L.', is written above a horizontal dotted line.

Chairman