

THE COMPANIES ACT 1985 AND 1989

COMPANY LIMITED BY SHARES

ORDINARY AND SPECIAL RESOLUTIONS

of

TOTTENHAM HOTSPUR PLC

(the "Company")

At the annual general meeting of the Company held at 2.00pm on 8 November 2004 the following resolutions were passed, in the case of resolutions 1, 2, 3, 4, 5, 6 and 10 as ordinary resolutions, and in the case of resolutions 7, 8 and 9 as special resolutions:

RESOLUTIONS

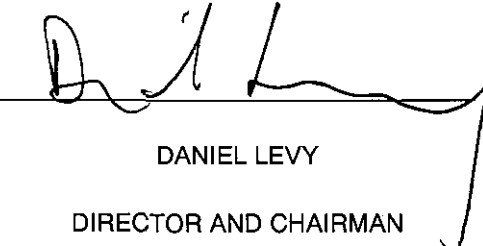
1. To receive the Directors' Report and the audited Accounts of the Company for the year ended 30 June 2004.
2. To receive, approve and adopt the Directors' Remuneration Report for the year ended 30 June 2004.
3. To elect as a director Mr EM Davies who was appointed to the Board after the last General Meeting.
4. To re-elect as a director Mr DJ Buchler, who retires by rotation and, being eligible, offers himself for re-election.
5. To re-appoint Deloitte & Touche LLP as Auditors to the Company and to authorise the directors to determine their remuneration.
6. THAT the Directors be and are hereby generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "Act"), to exercise the powers of the Company to allot relevant securities (within the meaning of the said section 80) up to an aggregate nominal amount of £5,065,159.60 provided that this authority shall expire at the conclusion of the next Annual General Meeting of the Company after the passing of this resolution or on the date falling fifteen months from the date on which this resolution is passed, whichever is the earlier, and provided further that the Company may before such expiry make an offer or agreement which would or might require relevant securities of the Company to be allotted after such expiry and the Directors may allot such relevant



securities pursuant to such offer or agreement as if the authority conferred hereby had not expired. This authority shall replace the similar authority granted to the Directors at the Company's Annual General Meeting on 11 December 2003, which is hereby revoked with immediate effect.

7. THAT, subject to the passing of resolution 6 above, the Directors be and are hereby empowered pursuant to section 95 of the Act to allot equity securities (within the meaning of section 94 of the Act) for cash pursuant to the general authority conferred on the Directors by resolution 6 up to an aggregate nominal amount of £5,065,159.60 as if section 89(1) of the Act did not apply to any such allotment provided that this power shall expire at the conclusion of the next Annual General Meeting of the Company after the passing of this resolution or on the date falling fifteen months from the date on which this resolution is passed, whichever is the earlier, 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 pursuant to such offer or agreement as if the power conferred hereby had not expired.
8. THAT, subject to the passing of resolution 10 below, the Company be and it is hereby generally and unconditionally authorised to make market purchases (within the meaning of section 163 of the Act) of ordinary shares of 5 pence each in the capital of the Company ("ordinary shares") provided that:
 - (A) the maximum number of ordinary shares hereby authorised to be purchased is 9,869,680 (representing ten per cent of the issued ordinary share capital of the Company);
 - (B) the minimum price which may be paid for each ordinary share is 5 pence (nominal value);
 - (C) the maximum price which may be paid for each ordinary share is an amount equal to 105 per cent of the average of the middle market quotations for an ordinary share as derived from the AIM Appendix to the Daily Official List of The London Stock Exchange for the five business days immediately preceding the day on which the ordinary shares are contracted to be purchased;
 - (D) the authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company or 31 December 2005, whichever is earlier, unless such authority is renewed prior to such time; and
 - (E) the Company may make a contract to purchase its ordinary shares under the authority hereby conferred prior to the expiry of such authority, which will or may be executed wholly or partly after the expiry of such authority, and may purchase its ordinary shares in pursuance of any such contract.
9. THAT, subject to the passing of resolution 10 below, the Company be and it is hereby generally and unconditionally authorised to make market purchases (within the meaning of section 163 of the Act) of convertible redeemable preference shares of £78.10 each in the capital of the Company ("preference shares") provided that:

- (A) the maximum number of preference shares hereby authorised to be purchased is 6,000 (representing ten per cent of the issued preference share capital of the Company);
 - (B) the minimum price which may be paid for each preference share is £78.10 (nominal value);
 - (C) the maximum price which may be paid for each preference share is an amount equal to 105 per cent of the average of the middle market quotations for a preference share as derived from the AIM Appendix to the Daily Official List of the London Stock Exchange for the five business days immediately preceding the day on which the preference shares are contracted to be purchased;
 - (D) the authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company or 31 December 2005, whichever is earlier, unless such authority is renewed prior to such time; and
 - (E) the Company may make a contract to purchase its preference shares under the authority hereby conferred prior to the expiry of such authority, which will or may be executed wholly or partly after the expiry of such authority, and may purchase its preference shares in pursuance of any such contract.
10. THAT the conditional waiver granted by the Panel on Takeovers and Mergers of any requirement under Rule 9 of The City Code on Takeovers and Mergers ("City Code") for ENIC Sports Limited and/or any of its concert parties (within the meaning of the City Code) to make a general offer to shareholders of the Company as a result of the market purchase by the Company of any ordinary shares pursuant to the authorisation granted by resolution 8 above be and it is hereby approved.



DANIEL LEVY
DIRECTOR AND CHAIRMAN