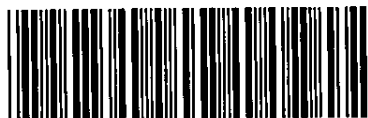


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COMPANIES HOUSE

Company No. 02114486

Denton Wilde Sapte LLP
DENTON WILDE SAPTE LLP
LEET PLACE
LONDON EC4M 7WS
T: 020 7246 7000

Private Company Limited by Shares

Fulham Football Club (1987) Limited (the "Company")

Written Resolution of the Company pursuant to section 288 of the Companies Act 2006

The directors of the Company propose that the following written resolutions be passed by the Company as ordinary resolutions:

- 1 **That** notwithstanding any existing provisions of the Memorandum or Articles of Association of the Company and notwithstanding any personal interest, the Directors of the Company be and are hereby specifically empowered, authorised and directed on behalf of the Company to:
 - (a) create and enter into a loan agreement with Harrods (UK) Limited in the form annexed hereto or in such other form as Harrods (UK) Limited may require from time to time in respect of all moneys, obligations and liabilities now or hereafter due, owing or incurred from the Company to Harrods (UK) Limited (the **Loan Agreement**);
 - (b) create and grant a debenture over all its assets in favour of Harrods (UK) Limited in the form annexed hereto or in such other form as Harrods (UK) Limited may require from time to time to secure repayment of all moneys, obligations and liabilities now or hereafter due, owing or incurred from the Company to Harrods (UK) Limited (the **Debenture**);
 - (c) create and enter into a cross guarantee (the **Guarantee**) between Harrods (UK) Limited and the Company's sister companies Fulham Stadium Limited (**FSL**) and FL Property Management Limited (**FLPM**) under which, effectively, each company would guarantee to Harrods (UK) Limited the liabilities of the Company and the liabilities of FSL and FLPM under the Loan Agreement and the Loan Documents (as such term is defined in the Loan Agreement). Each of FSL and FLPM would also grant debentures in favour of Harrods (UK) Limited to secure their liabilities under the Guarantee;
 - (d) create and enter into an escrow agreement (the **Escrow Agreement**) pursuant to the terms of which the Debenture would be executed but remain held in escrow undelivered and undated pending the obtaining of the consents of Fortis and Irish Nationwide Building Society and the entry into the associated deeds of subordination to be made between the Company, Fortis Bank S.A./N.V. (Fortis) and Harrods (UK) Limited and FSL, Irish Nationwide Building Society and Harrods (UK) Limited respectively; and
 - (e) execute all other deeds and documents and carry out all other acts, matters and transactions as are incidental to the completion of and give effect to the Loan Agreement and the Debenture.
- 2 **That** the Debenture be and is hereby approved for the purpose of section 190 of the Companies Act 2006 and for all other purposes.
- 3 **That** the directors of the Company be empowered to authorise in accordance with section 175(5)(a) of the Companies Act 2006 any matter which would otherwise constitute a breach by a director of the Company of the duty to avoid a situation in which that director has, or can have, a direct or indirect interest that conflicts, or may possibly conflict, with the interests of the company.
- 4 **That:**
 - (a) Mr Mohamed Al Fayed may continue to be a director of Harrods (UK) Limited, Fulham Football Leisure Limited (**FFLL**), FSL and FLPM.

- (b) Mr Omar Alexander may continue to be a director of Harrods (UK) Limited;
- (c) Mr Stuart Benson may continue to a director of FFLL and FLPM; and
- (d) Mr Mark Collins may continue to be a director of FFLL and FLPM,

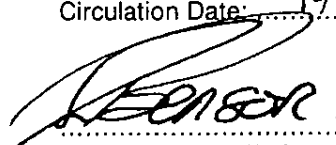
and, in each case, (i) he shall not by reason of his office, be accountable to the Company for any benefit which he derives from any such office; and (ii) he shall not infringe his duty to avoid a situation in which he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company as a result of any such office.

Agreement

Please read the notes at the end of this document before signifying your agreement to any of the resolutions.

The undersigned, being persons entitled to vote on the above resolutions on the circulation date specified below (that is the first date on which copies of the resolutions are sent to members), hereby irrevocably agree to the passing of all of the resolutions above.

Circulation Date: 19th December 2008


 For and on behalf of
Fulham Football Leisure Limited

Date:

Notes:

- 1 Please sign and date this document and return it to the Company using one of the following methods:
 - **By Hand:** delivering the signed copy to Shakeel Adli at Denton Wilde Sapte LLP, One Fleet Place, London EC4M 7WS;
 - **By Post:** returning the signed copy by post to Shakeel Adli at Denton Wilde Sapte LLP, One Fleet Place, London EC4M 7WS; or
 - **By Fax:** faxing the signed copy to Shakeel Adli at Denton Wilde Sapte LLP on +44(0)207 246 7777.

If there are no resolutions you agree with, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 2 Once you have indicated your agreement to a resolution, you may not revoke your agreement.
- 3 If insufficient agreement has been received for a resolution to be passed by the requisite majority at the end of the period of 28 days beginning with the circulation date, such resolution will lapse. If you agree to the resolution please ensure that your agreement reaches us before that date.
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.