

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN MEMBERS' RESOLUTION
of**

BRISTOL CITY FOOTBALL CLUB LIMITED

Company No. 03230871

(the "Company")

Circulation Date: 31st May 2022

We, being the members of the Company who at the date of this resolution are entitled to attend and vote at general meetings of the Company, hereby **RESOLVE** that the following resolution are passed as written resolutions having effect as ordinary resolutions of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006, and agree that the said resolutions shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

Ordinary Resolutions

- 1 **THAT** the authorised share capital of the Company be and it is hereby increased from £156,129,870 to £171,435,510 by the creation of a further 15,305,640 shares of £1.00 each¹; and
- 2 **THAT** in accordance with section 551 of the Companies Act 2006 the directors of the Company be generally and unconditionally authorised to allot the following shares in the Company up to a maximum, and in the amount, of 15,305,640 Ordinary Shares of £1.00 each in the Company, the rights of such shares as are governed in accordance with the articles of association of the Company, 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 by the members of the Company.

AGREEMENT

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

The undersigned, the persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:-



.....
Gavin Marshall
Company Secretary
For and behalf of
BRISTOL CITY HOLDINGS LIMITED

.....
Date: 31 May 2022

NOTES

1. If you wish to signify agreement to this document please follow the procedure below:
 - (a) you (or someone acting on your behalf) must sign, print your name beneath and date this document;
 - (b) if someone else is signing this document on your behalf under a power of attorney or other authority, please send a certified copy of the relevant power of attorney or authority when returning this document;
 - (c) please return the document to the Company at the registered office address marked "for the attention of the company secretary" or hand it to the company secretary in person;

If you do not agree to the Resolution, 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 the Resolution, you may not revoke your agreement.
3. Unless within 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this 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.