

**THE COMPANIES ACT 2006**

**SPECIAL RESOLUTION**

**OF**

**BISHOP AUCKLAND FOOTBALL CLUB LIMITED("The Company")**

Company Number 03373384

At a General Meeting of the Company held at HERITAGE PARK, STADIUM WAY,  
BISHOP AUCKLAND, CO DURHAM, DL14 9AE

on the 20th day of May 2012.

The following resolutions were passed as Special Resolution

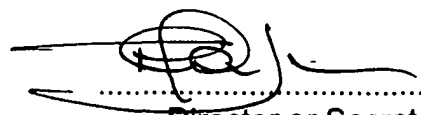
- **SPECIAL RESOLUTION:**

1. **THAT** it was agreed to allot further shares in the company and the Directors be unconditionally authorised pursuant to S.551 of the Companies Act 2006 to allot shares in the share capital of the Company which are unissued at the time of the passing of this resolution at any time or times during the period of five years from the date hereof and up to an aggregate nominal amount of £550.

2. **THAT** the pre-emption rights contained in the Articles of Association be and hereby removed for this particular transaction



Dated on the 20th day of May 2012.

  
.....  
Director or Secretary  
(\*delete as applicable)