

**PLYMOUTH ARGYLE FOOTBALL CLUB LIMITED**

Company Number: 07796376

(the "Company")

**WRITTEN RESOLUTION** of the shareholders of the Company

28 July **2022 (the "Circulation Date")**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a written resolution of the Company, having effect as a special resolution (the "**Resolution**").

**ORDINARY RESOLUTION**

1. **THAT** the directors be and are hereby generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the "**Act**") to exercise all the powers of the Company to allot shares in the Company, up to 5,305,000 A ordinary shares of £0.754005 each, having an aggregate nominal amount of £3,999,996.53, having the rights and subject to the restrictions set out in the Articles ("**Allotment**"). Unless renewed, varied or revoked by the Company, this authority shall expire on the date falling five years from the date on which this Resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might required shares to be allotted and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this section has expired.

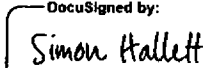
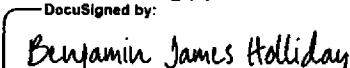

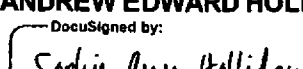
**SPECIAL RESOLUTIONS**

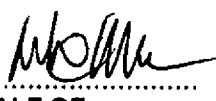

2. **THAT** subject to the passing of the Resolution 1 above, any rights (pre-emptive or otherwise) granted to any shareholder of the Company pursuant to article 18.2 of the Articles, shall be disapplied in relation to the Allotment.
3. **THAT** the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

**AGREEMENT**

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

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

DocuSigned by:  7E9997960404BE.....	01-08-2022
<b>SIMON HALLETT</b>	2022
DocuSigned by:  3BC38813302E408.....	01-08-2022
<b>BENJAMIN JAMES HOLLIDAY</b>	2022
DocuSigned by:  06C886F0C785469.....	01-08-2022
<b>ANDREW EDWARD HOLLIDAY</b>	2022
DocuSigned by:  0BC0C67888P145C.....	01-08-2022
<b>SOPHIE ANN HOLLIDAY</b>	2022



.....  
FOR AND ON BEHALF OF  
**ROWANMOOR TRUSTEES LIMITED**

02/08/2022

.....  
2022

## NOTES

1. A member wishing to signify his/her approval to these Resolutions should sign above in the space and provide and insert the date of signature. A signed copy of these Resolutions should be returned to the Company by post or email (scanned copy).
2. For these Resolutions to be passed and for a member's approval to be counted, his/her approval must be given not more than 28 days for the date of circulation of these Resolutions to members.
3. If, after 28 days, insufficient agreement has been received for the Resolutions to pass, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. Once you have indicated your agreement to these Resolutions, you may not revoke your agreement.
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.