

Company No 07796376

THE COMPANIES ACT 2006

PLYMOUTH ARGYLE FOOTBALL CLUB LIMITED

WRITTEN RESOLUTIONS

of

PLYMOUTH ARGYLE FOOTBALL CLUB LIMITED (the "Company")

03 May 2023 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as written resolutions of the Company, having effect, in the case of resolution 1 as an ordinary resolution ("Ordinary Resolution"), and in the case of resolution 2 as a special resolution ("Special Resolution") (together the "Resolutions"):-

ORDINARY RESOLUTION

1. THAT the Directors be hereby generally and unconditionally authorised, in accordance with section 551 of the Act, to allot up to the following number and classes of shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company:

- 14,588,762 A ordinary shares of £0.754005 each up to a maximum aggregate nominal amount of £11,000,000,

provided that this authority will expire on the date being five years from the date on which this resolution is passed, but the Company may before this authority expires make an offer or agreement which would or might require shares to be allotted after this authority expires and the Directors may allot shares pursuant to such offer or agreement as if this authority had not expired.

SPECIAL RESOLUTION

2. THAT subject to the passing of resolution 1 above, the directors be empowered pursuant to section 570 of the Companies Act 2006 (the "Act") to allot equity securities wholly for cash pursuant to the authority conferred by resolution 1 above as if section 561 of the Act and any rights of pre-emption (however and wherever expressed) did not apply to any such allotment (the expression "equity securities" and references to the allotment of "equity securities" bearing the same respective meanings in this resolution as in section 560 of the Act).

AGREEMENT

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

We, the undersigned, being the shareholders entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:-

DocuSigned by:
Simon Hallett
7E995875604C1DE.....
Simon Hallett
05 May 2023

DocuSigned by:
Nick Giannotti
F320B69892BA4B7.....
For and on behalf of Argyle Green, LLC.
09 May 2023

.....
For and on behalf of Rowanmoor Trustees Limited

DocuSigned by:
Benjamin Holliday
3B639813392E408.....
Benjamin Holliday
04 May 2023

DocuSigned by:
A Holliday
06C88DFDC285489.....
Andrew Holliday
10 May 2023

DocuSigned by:
Sophie Ann Holliday
D6C1CC7B8BF145C.....
Sophie Holliday
09 May 2023

NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using the following method:-
 - By hand: delivering the signed copy to the Company's registered address;
 - Post: returning the signed copy by post to the Company's registered address; or
 - E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to Jade.Coombs-Goodfellow@pinsentmasons.com.
2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. You must indicate your agreement to the Resolutions within the period of 15 days from the date of the solvency statement accompanying the Resolutions (irrespective of the lapse date referred to in note 5).
4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. You must ensure your agreement to the Resolutions reaches us on or before 28 days from the Circulation Date otherwise the Resolutions will lapse.
6. 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.