

CERTIFIED A TRUE COPY  
OF THE ORIGINAL

Company No. 03374347

Denton Wilde Sapte LLP  
DENTON WILDE SAPTE LLP  
1 FLEET PLACE  
LONDON EC4M 7WS  
TEL: 020 7246 7000

Private Company Limited by Shares

Fulham Football Leisure 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 resolution be passed by the Company as an ordinary resolution:

- 1 **That** the following agreements be and are hereby approved for the purpose of section 190 of the Companies Act 2006 and for all other purposes:
  - (a) a debenture to be granted by Fulham Football Club (1987) Limited ("FFC 1987") (company number 2114486) in favour of Harrods (UK) Limited (company number 1889348) over all the assets of FFC 1987;
  - (b) a debenture to be granted by Fulham Stadium Limited ("FSL") (company number 3375418) in favour of Harrods (UK) Limited over all the assets of FSL; and
  - (c) a debenture to be granted by FL Property Management Limited ("FLPM") (company number 3554448) in favour of Harrods (UK) Limited over all the assets of FLPM,in each case, being an acquisition from a subsidiary of the Company of a substantial non-cash asset by a person connected with a director or directors of FFC 1987, FSL, FLPM (as applicable) and the Company.
  
- 2 **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.

**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: ..... 19<sup>th</sup> December 2003 .....

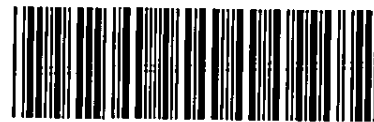
  
.....  
For and on behalf of  
AIT Leisure Limited

Date:

**Notes:**

- 1 Please sign and date this document and return it to the Company using one of the following methods:

MONDAY



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29/12/2008

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COMPANIES HOUSE

- **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.