

Company number 00034292

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

West Bromwich Albion Heritage Limited (the "Company")

Circulation date 30 NOVEMBER 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below be passed as a special resolution

Special resolution to reduce the capital of the company (the "Capital Reduction Resolution")

	For	Against
To reduce the capital of the Company by reducing the amount of its share premium account by £7,613,960 from £7,613,960 to £0 00	X	

Agreement

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

The undersigned, a person entitled to vote on the above resolution on 2010,
hereby irrevocably agrees to those resolutions as indicated above

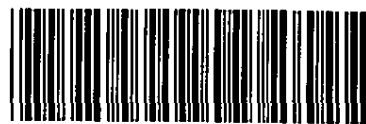
Signed by



West Bromwich Albion Holdings Limited

Date

30/11/10



NOTES

- 1 If you wish to vote in favour of the resolution please put an 'X' in the "For" box next to that resolution. If you wish to vote against the resolution please put an 'X' in the "Against" box next to that resolution or leave both boxes next to that resolution blank. Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods:
 - 1.1 **By Hand** delivering the signed copy to Richard Garlick at the registered office of the Company,
 - 1.2 **Post** returning the signed copy by post to Richard Garlick at the registered office of the Company,
 - 1.3 **Fax** faxing the signed copy to 0871 271 9851 marked "For the attention of Richard Garlick,
- 2 If you do not agree with the resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 3 Once you have indicated your agreement to the resolution, you may not revoke your agreement
- 4 Where, by 28 days after the Circulation Date, insufficient agreement has been received for a resolution to pass, such resolution will lapse. If you agree to all or any of the resolutions, please ensure that your agreement reaches us before or during this date
- 5 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
- 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