

THE EVERTON FOOTBALL CLUB COMPANY LIMITED

The following resolutions were passed as Special Resolutions at the Company's Annual General Meeting on the 29th December 2000

- "1. That subject to the receipt by the Company of written approval from the Football Association, articles of association, in the form attached to the notice convening the meeting at which this resolution is proposed be adopted as the articles of association of the Company in place of its existing articles of association.

2. That each existing stock unit of £1.00 each in the capital of the Company, be converted into and re-designated as an ordinary share of £1.00 each having the rights and being subject to the restrictions set out in the new articles of association of the Company to be adopted pursuant to resolution 1 above."

A copy of the new Articles of Association so adopted is attached to this filing print.



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Company Secretary

Dated: | December 2005

