

# **Tranmere Rovers Football Club Limited**

**Company number: 00118587**

Registered office address: Prenton Park, Prenton Road West, Birkenhead,  
Merseyside, CH42 9PY

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## **WRITTEN SHAREHOLDERS' RESOLUTION**

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**CIRCULATION DATE: Friday 26<sup>th</sup> August 2022**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of Tranmere Rovers Football Club Limited ("the Company") propose that the following resolution is passed as a special resolution.

### **SPECIAL RESOLUTION**

That the existing articles of association of the Company be modified as follows:

The wording of article 26 to be amended to read:

26. The directors may, in their absolute discretion and without giving any reason, refuse to register the transfer of any share, whether or not it is a fully paid share, to a person of whom they do not approve. The directors may also decline to recognise an instrument of transfer unless:-

26.1 it is lodged duly stamped at the office or at such other place as the directors may appoint and is accompanied by the certificate for the share to which it relates and such other evidence as the directors may reasonably require to show the right of the transferor to make the transfer;

26.2 it is in respect of only one class of share;

26.3 it is in favour of not more than four transferees; and

26.4 the Football League Ltd (company number 00080612) has provided the transferee with all necessary confirmations and approvals as required by the Owners' and Directors' Test contained at Appendix 3 of the EFL Regulations (as updated from time to time) or any equivalent provision of the EFL Regulations as updated from time to time; or

26.5 registering the transfer of any share(s) would cause the company to breach any Regulation, Football Association Rule, Premier League Rule or any other equivalent provision of any regulatory authority to which the company is subject.

That a copy of both this resolution and the new articles of association be filed with Companies House within 15 days.

### **AGREEMENT**

We, being the eligible members of the Company (as defined in section 289 of the Companies Act 2006) and entitled to vote on this resolution, agree that this resolution be so passed.

**Name**

**No. shares**

**Signature**

**Date**

_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

**Notes:**

1. To signify your agreement to the resolution please sign and date this document where indicated above and return it to the Company. If you do not agree to the resolution you do not need to do anything. You cannot be deemed to agree with the resolution if you have not replied.
2. Ensure that your signed document is received by the Company no later than **Friday 23<sup>rd</sup> September**. If the resolution is not passed by this date, it will lapse.
3. Once given, you cannot revoke your agreement.