

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**

**EXPRESS AND STAR LIMITED**  
(a company registered in England no 00018718)  
("the Company")

**WRITTEN RESOLUTION  
OF  
THE SOLE MEMBER**

Circulation Date: 20 October 2016

Date Passed: 20 October 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is hereby passed as a special resolution ("**the Resolution**") The Resolution is being proposed in connection with a proposed reduction of the Company's share capital and a solvency statement made by the directors of the Company on 2016 relating to that proposed reduction of capital is attached to this document

**SPECIAL RESOLUTION**

That pursuant to Chapter 10 of part 17 of the Companies Act 2006 and subject to the approval of the Registrar of Companies the share capital of the Company be and hereby is reduced by the cancellation of 56,049,839 issued ordinary shares of £1 each registered in the name of The Midland News Association Limited such that following the passing of this resolution the capital of the Company will be £1 divided into 1 ordinary share of £1

**AGREEMENT TO WRITTEN RESOLUTION**

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

The undersigned, being the sole member entitled to vote on the Resolution on the circulation date set out above, hereby irrevocably agree to the passing of the Resolution



Signed for and on behalf of  
**THE MIDLAND NEWS ASSOCIATION LIMITED**

20 October 2016  
Date of Signature

TUESDAY



\*A5ICEFTN\*  
A05 25/10/2016 #44  
COMPANIES HOUSE

**NOTES**

- 1 If you wish to agree to the Resolution, please indicate your agreement by signing and dating this document where indicated and returning it to the company's solicitor at Shakespeare Martineau LLP, No 1 Colmore Square, Birmingham B4 6AA (ref EJB)
- 2 If you do not agree to the Resolution you need not do anything. You will not be deemed to agree if you fail to respond.
- 3 Once you have indicated your agreement to the Resolution you may not revoke your agreement.
- 4 Unless by the end of the period of 15 days beginning with the circulation date set out above sufficient agreement has been received for the Resolution to be passed it will lapse.
- 5 If you are signing this document on behalf of another person under a power of attorney or other authority, please provide a copy of such power or authority when returning this document.