

Company Number 641385

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

I.AND G. COHEN LIMITED

(the "Company")

WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER OF THE COMPANY

31ST October 2018 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the Directors of the Company propose that the following resolution be passed as a special resolution (the "**Resolution**")

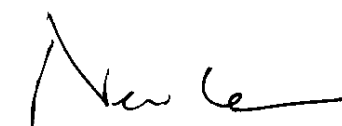
SPECIAL RESOLUTION

- | | |
|---|---|
| 1 | That the company shall dispense with an audit for the financial year ending 30 th November 2017, as permitted under s479A of the Companies Act 2006 and that as required by s479C the Company shall agree a parental guarantee with JMP Wilcox & Company Limited for all outstanding debts and liabilities of the Company to third parties as at the end of the financial year (the "Guarantee") |
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AGREEMENT

The undersigned, being the only person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution and confirms it has received a copy of the Guarantee.

Signed



For and on behalf of

I. and G Cohen Limited

Date 31st October 2018

WEDNESDAY



A16 *A7K6JB1E* #109
05/12/2018
COMPANIES HOUSE