

Company No. 1583934

WEDNESDAY



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13/01/2016

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COMPANIES HOUSE

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

VINTEN INSTRUMENTS LIMITED

On *8 January 2016* the following special resolutions were duly passed as written resolutions of the Company pursuant to section 288 of the Companies Act 2006 (**CA 2006**)

SPECIAL RESOLUTIONS

- 1 That, in accordance with section 618 CA 2006, each of the 137,950,974 issued ordinary shares of £1 00 each in the capital of the Company be sub-divided into 100 ordinary shares of £0 01 each, such ordinary shares having the rights and being subject to the restrictions as set out in the Company's articles of association
- 2 That, subject to the passing of resolution 1 above, the issued share capital of the Company be reduced from £137,950,974, divided into 13,795,097,400 ordinary shares of £0 01 each, to £1 00, divided into 100 ordinary shares of £0 01 each, by cancelling and extinguishing in full
 - (a) 9,900 of the existing issued and fully paid ordinary shares held by The Vitac Group plc,
 - (b) 100 of the existing issued and fully paid ordinary shares held by Bexel Global Broadcast Solutions Limited,
 - (c) 100 of the existing issued and fully paid ordinary shares held by Vitac Holdings Limited,
 - (d) 2,832,879,980 of the existing issued and fully paid ordinary shares held by Vitac UK Finance Limited, and
 - (e) 10,962,207,220 of the existing issued and fully paid ordinary shares held by Wheatfield Kingston Finance (UK),

and that the sum of £137,950,973 be credited to distributable reserves

Director/Secretary