

Company number 02079355
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
NVA SERVICES LIMITED (the "Company")

10 MAY 2016 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolutions are passed as special resolutions (together "Special Resolutions").

SPECIAL RESOLUTIONS

Share Buy-Back

1. **THAT** the agreement (a copy of which was circulated with this resolution in accordance with section 696(2)(a) of the Act) ("**Agreement**") proposed to be entered into between Julie Rockett and the Company for the purchase by the Company of 5,095 ordinary shares of £1.00 each in the capital of the Company ("Buy Back") on the terms, and for the price (the "**Consideration**"), specified in the Agreement be and is hereby approved (for the purposes of the Act, the Company's articles of association and otherwise) and the directors of the Company be authorised and requested to procure the Company enter into a contract in the terms of the Agreement
2. **THAT** the payment by the Company out of distributable reserves of the sum equal to the Consideration (as defined in resolution 1 above) for the purchase of its own shares pursuant to the Agreement be approved and any pre-emption rights the shareholders may have (howsoever derived) in respect of the Buy Back are hereby waived

AGREEMENT

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

The undersigned, the persons entitled to vote on the Special Resolutions on the Circulation Date hereby irrevocably agree to the Special Resolutions



Signed by **JOANNA DAVISON**

Date

Signed by **ROBIN FRANCIS**

Date

Signed by **EDWARD DAVISON**

Date

Signed by **PHILIP DUCKLING**

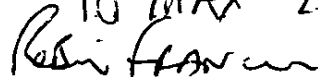
Date

Signed by **ANDREW COWLIN**

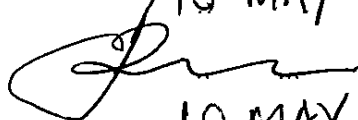
Date



10 MAY 2016



10 MAY 2016



10 MAY 2016



10 MAY 2016



10 MAY 2016

NOTES

1 You can choose to agree to all of the Special Resolutions or none of them but you cannot agree to any one of the resolutions. If you agree to the Special Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning for the attention of Simon Staples via either (i) post to Ashfords LLP, Ashford Court, Blackbrook Park Avenue, Taunton, Somerset TA1 2PX, or (ii) by fax on 01823 232301 and (iii) a scanned copy via email to s.staples@ashfords.co.uk

You may not return the Special Resolutions by any other method

If you do not agree to the Special Resolutions, you do not need to do anything you will not

be deemed to agree if you fail to reply

2 Once you have indicated your agreement to the Special Resolutions, you may not revoke your agreement

3 Unless by a date falling on 28 days after the Circulation Date sufficient agreement has been received for the Special Resolutions to pass, they will lapse. If you agree to the Special Resolutions, please ensure that your agreement reaches us before or during this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members

5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document