Company number 02498199

CHARITABLE COMPANY LIMITED BY GUARANTEE

WRITTEN RESOLUTION

of

WORLDSHARE ("Company")

17th June 2015

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

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be altered by deleting the present Article 28 and replacing it with

28 Until otherwise determined by a General Meeting, the number of Directors shall not be less than three nor more than fifteen

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on 17th June 2015, hereby irrevocably agrees to the Resolution

Signed by Glyn Evan Jones

Date

Signed by Peter Geoffrey Hine

Date

Signed by Gillian Eleanor Crofton

Date

Signed by Kevin Robert McKemey



14/07/2015 COMPANIES HOUSE

Date

Signed by Susan Carole Palmer Sainsbury

Date

Signed by John Philip Smith

Date

Signed by Richard Cartlidge

Date

Signed by Oliver Daniel James Shaw

Date

Signed by Sarah Victoria Kelsall

Date

NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods
 - By Hand delivering the signed copy to John Rose at WorldShare, Armstrong House, First Avenue, Robin Hood Airport, Doncaster DN9 3GA
 - Post returning the signed copy by post to John Rose at WorldShare, Armstrong House, First Avenue, Robin Hood Airport, Doncaster DN9 3GA
 - E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to John Rose <johnr@worldshare abel co uk> Please enter "Written resolution dated 17th June 2015" in the e-mail subject box

If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement



- 3 Unless, by 15th July 2015, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
- 4 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