

Company number 02695601

SPECIAL RESOLUTION

OF Bourne Group Holdings Ltd (Company)

Passed on Thursday, 28 June 2012

At a General Meeting of the Company duly convened and held at St Clements House, St Clements Road, Parkstone, Poole, Dorset BH12 4GP on Thursday, 28 June 2012 at 12.00pm, the following resolutions were duly passed as special resolutions

SPECIAL RESOLUTIONS

- 1 THAT the terms of a contract proposed to be made between Mr D.E. Runagall and the Company for the purchase by the Company of 5,117 ordinary shares of 10p each in the capital of the Company for a total consideration of £10,234 00 as set out in the contract produced to the meeting and initialled by the Chairman of the meeting for the purposes of identification (**First Purchase Contract**) be approved and the Company be authorised to enter into the First Purchase Contract and that the First Purchase Contract be executed by the Company as a deed and signed by any two directors.
- 2 THAT the terms of a contract proposed to be made between Mr M G Day and the Company for the purchase by the Company of 6,104 ordinary shares of 10p each in the capital of the Company for a total consideration of £12,208.00 as set out in the contract produced to the meeting and initialled by the Chairman of the meeting for the purposes of identification (**Second Purchase Contract**) be approved and the Company be authorised to enter into the Second Purchase Contract and that the Second Purchase Contract be executed by the Company as a deed and signed by any two directors.
3. THAT the terms of a contract proposed to be made between Mrs C A. Day and the Company for the purchase by the Company of 7,200 ordinary shares of 10p each in the capital of the Company for a total consideration of £14,400 00 as set out in the contract produced to the meeting and initialled by the Chairman of the meeting for the purposes of identification (**Third Purchase Contract**) be approved and the Company be authorised to enter into the Third Purchase Contract and that the Third Purchase Contract be executed by the Company as a deed and signed by any two directors.

Signed

D. F. Sands
Chairman of the meeting

THURSDAY



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05/07/2012

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COMPANIES HOUSE