

COMPANY NUMBER 02708259

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

ABBEY ATTACHMENTS HOLDINGS LIMITED (the "Company")

26th May

2011

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 (**Resolution**)

SPECIAL RESOLUTION

1. AUTHORITY TO ALLOT

That, in accordance with section 551 of the 2006 Act, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £4,098 provided that this authority shall, unless renewed, varied or revoked by the Company, expires on the fifth anniversary of the date of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the 2006 Act



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2. DISAPPLICATION OF PRE-EMPTION RIGHTS

Subject to the passing of this resolution and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by this resolution, as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall

- 2.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £ 4,098 'A' shares and £1,125 'B' shares, and
- 2.2 expires on the fifth anniversary of the date of this resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired

3. RECLASSIFICATION OF SHARE CAPITAL

That the existing share capital of the Company be reclassified into 'A' ordinary shares and the new shares to be issued in the Company (subject to approval of the above resolutions) be issued as 4,098 'A' shares of £1 each and £1,123 'B' shares of £1 each

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 above Resolution on 26th May 2011, hereby irrevocably agrees to the Resolution

Dated 26th May 2011

Signed by Vincent Saunders

A handwritten signature in black ink, appearing to read 'Vincent Saunders', is written over a horizontal line.

NOTES

- 1 If you agree to all of 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 8th Floor, 1 New York Street, Manchester, M1 4AD
- **Post:** returning the signed copy by post to 8th Floor, 1 New York Street, Manchester, M1 4AD
- **Fax:** faxing the signed copy to 0161 234 8846
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to davideasdown@georgedavies.co.uk Please enter "Written resolution dated 2011" in the e-mail subject box

If you do not agree to all of 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 resolutions, you may not revoke your agreement
- 3 Unless, by 28 days from the circulation date sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the 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