

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

**QUADRON SERVICES LIMITED**  
(a company registered in England no 02810263)  
("the Company")



**WRITTEN RESOLUTIONS  
OF  
SOLE MEMBER**

Circulation Date: 11 February 2016

Date Passed 11 February 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions below are hereby passed as an ordinary resolution (the "Resolution")

**ORDINARY RESOLUTIONS**

That, in connection with the restructuring of the group of companies of which the Company is a part on or about the date of this Resolution ("Restructuring"), the following actions be and hereby are approved for all purposes and the directors of the Company be and hereby are authorised to enter into any documentation and take any steps they may deem necessary or desirable to effect the Restructuring

- 1 1 the impairment of the value of the debt of £492,245 owing from Quantum Bookbinders Limited to the Company in the accounting records of the Company down to a value of £1 in aggregate
- 1 2 the impairment of the value of the debt of £176,745 owing from Quantum Coatings Limited to the Company in the accounting records of the Company down to a value of £1 in aggregate

**AGREEMENT TO WRITTEN RESOLUTION**

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

The undersigned, being the sole member entitled to vote on the Resolution on the circulation date set out above, hereby irrevocably agree to the passing of the Resolution

  
Signed for and on behalf of  
**PFEIFFER LIMITED**

11 February 2016  
Date of signature

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**QUADRON SERVICES LIMITED**

(a company registered in England no 02810263)  
("the Company")

**WRITTEN RESOLUTIONS  
OF  
SOLE MEMBER**

Circulation Date: 17 FEBRUARY 2016

Date Passed: 17 FEBRUARY 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions below are hereby passed as ordinary resolutions (together "**the Resolutions**")

**ORDINARY RESOLUTIONS**

- 1 That, in connection with the restructuring of the group of companies of which the Company is a part on or about the date of this Resolution ("Restructuring"), the following actions be and hereby are approved for all purposes and the directors of the Company be and hereby are authorised to enter into any documentation and take any steps they may deem necessary or desirable to effect the Restructuring
  - 1 1 the assignment to Michael Martin, Gregg Poulter, Joanne Moore, Clive Ivil, Josephine Daughtry, Celina Hewson and Claire Darby of the debt of £1 owing from each of QBB and QCL to the Company,
  - 1 2 the waiver of the Company's entitlement to the following debts
    - 1 2 1 the sum of £412,421 owing from Tamlyn and Son Ltd,
    - 1 2 2 the sum of £2,358 owing from Acorn Grounds Maintenance Limited,
    - 1 2 3 the sum of £240,606 owing from Rose Glandifer Holdings Limited, and
    - 1 2 4 the sum of £3,029,469 owing from The Property Group (2010) Limited
- 2 That, in connection with the Restructuring and notwithstanding the interests of the directors
  - 2 1 the deeds of assignment proposed to be entered into by (1) the Company, (2) Michael Martin, Gregg Poulter, Joanne Moore, Clive Ivil, Josephine Daughtry, Claire Darby and Celina Hewson and (3) each of QBB and QCL be approved and that the any director in the presence of a witness be authorised to execute each of the deeds of assignment as a deed (with such amendments thereto as he in his absolute and unfettered discretion shall think fit) on behalf of the Company, and
  - 2 2 the deeds of release and waiver proposed to be entered into by (1) the Company and (2) each of Tamlyn and Son Ltd, Acorn Grounds Maintenance Limited, Rose Glandifer Holdings Limited and The Property Group (2010) Limited be approved and that the any director in the presence of a witness be authorised to execute each of the deeds of release and waiver as a deed (with

such amendments thereto as he in his absolute and unfettered discretion shall think fit) on behalf of the Company

#### **AGREEMENT TO WRITTEN RESOLUTION**

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

The undersigned, being the sole member entitled to vote on the Resolutions on the circulation date set out above, hereby irrevocably agree to the passing of the Resolutions



Signed for and on behalf of  
**PFEIFFER LIMITED**

**17 FEBRUARY**  
Date of signature

#### **NOTES**

- 1 You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only some of the Resolutions. If you wish to agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated and returning it to the Company at the Company's registered office
- 2 If you do not agree to the Resolutions you need not do anything. You will not be deemed to agree if you fail to respond
- 3 Once you have indicated your agreement to the Resolutions you may not revoke your agreement
- 4 Unless by the end of the period of 28 days beginning with the circulation date set out above sufficient agreement has been received for the Resolutions to be passed they will lapse