

Company number. 3043104

The Companies Act 2006

Company limited by shares

ABS Wholesale Limited

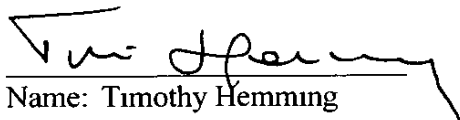
**Resolutions in writing of the eligible members of the company
passed in accordance with section 288 of the Companies Act 2006**

We, the undersigned, being the required majority of eligible members of the company **resolve** as follows

Ordinary resolutions

- 1 **That** pursuant to Paragraph 47(3)(b) of Schedule 4 of the Companies Act 2006 (Commencement No 5, Transitional Provisions and Savings) Order 2007, the directors be and are permitted to exercise their power under section 175 of the Companies Act 2006 to authorise directors' conflicts of interest
2. **That** the two issued Ordinary shares of £1 in the company's share capital be and are split and re-designated as two hundred "A" Ordinary shares of £0 01p.
- 3 **That** on the recommendation of the directors the sum of £7 being part of the company's reserves be and is capitalised and that this sum be and is set free for distribution among the holders of the issued "A" Ordinary shares of £0 01p each in the capital of the company on condition that it is not paid in cash but is applied in paying up in full 700 "A" Ordinary shares of £0 01p each in the capital of the company to be allotted and issued credited as fully paid up at par to and among these members in the proportion of 7 new "A" Ordinary shares of £0 01p for every 2 "A" Ordinary shares now held by them following the split and re-designation in 2 above

Dated 12 December 2013


Name: Timothy Hemming

