

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
DYBALL ASSOCIATES LIMITED (the Company)

CIRCULATION DATE: 24 March

2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the **Act**) the directors of the Company hereby propose that the following resolutions be passed as ordinary resolutions (the **Resolutions**)

ORDINARY RESOLUTIONS

THAT any breach of duty by Andrew Dyball and Alison Hughes in respect of their duties to avoid conflicts of interest, by virtue of being a director (in the case of Andrew Dyball) and shareholders of the Company be ratified and that Andrew Dyball be authorised to act as a director at the meeting of the directors to be held on 24 March 2016 notwithstanding any direct or indirect conflict of interest which may arise by virtue of the aforementioned.

THAT in accordance with s190 of the Act, the transfer by the Company of the freehold property known as 85 Droitwich Road, Worcester, WR3 7JB, at a value of £315,000, to Andrew Dyball (a director of the Company) and Alison Hughes (a person connected with Andrew Dyball for the purposes of s253(2) of the Act) (the foregoing being a substantial property transaction for the purposes of ss190-196 of the Act), be approved

AGREEMENT

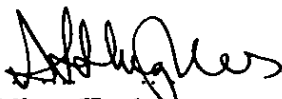
Please read the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned, being the members entitled to vote on the Resolutions on the circulation date stated above, hereby irrevocably agree to the Resolutions



Andrew Dyball

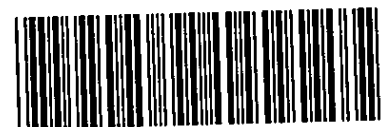
Dated 24 March 2016



Alison Hughes

Dated 24 March 2016

THURSDAY



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A53XQNL

31/03/2016

#329

COMPANIES HOUSE

NOTES

1. If you agree to the Resolutions, 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 the registered office of the Company
By Post returning the signed copy by post to the registered office of the Company
2. If you do not agree to the Resolutions, you do not need to do anything, you will not be deemed to agree if you fail to reply
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, prior to 28 days from the date of the Resolutions, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us on or before this date