

Registered Number: 03185631

The Companies Acts 2006

Company Limited by Shares

Written Resolutions

-of-

Knowles Associates-Total Fleet Management Limited (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following written resolution(s) were passed on 14 November 2012:

Ordinary Resolutions

1. That the Company be authorised to enter into contracts facilitating the subscription for additional class E shares by the following individuals who are directors of the Company involving the payments described below.

<i>Name</i>	<i>Number of E Shares</i>	<i>Payment</i>
Colin Reginald Knowles	550,000	£550,000 00

CR Knowles
.....
Director / ~~Secretary~~

14 NOVEMBER 2012
.....
Date

FRIDAY



A30

A1ZU4SP4

11/01/2013

#346

COMPANIES HOUSE

Registered Number: 03185631

THE COMPANIES ACTS 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

A30

11/01/2013
COMPANIES HOUSE

#341

-OF-

Knowles Associates-Total Fleet Management Limited (the "Company")





Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed:

Ordinary Resolutions

1. That the Company be authorised to enter into contracts facilitating the subscription for additional class E shares by the following individuals who are directors of the Company involving the payments described below.

Name	Number of E Shares	Payment
Colin Reginald Knowles	550,000	£550,000.00


The undersigned, being all of the persons entitled to vote on the above resolution on the date of circulation of it by the Company, irrevocably vote in favour of it.

Name	Signature	Date
Colin Reginald Knowles	 Signed	14 NOVEMBER 2012
Jacqueline Knowles	 Signed	14 NOVEMBER 2012
Lee John Cant	 Signed	14 NOVEMBER 2012
Wayne Adam Knowles	 Signed	14 NOVEMBER 2012


Trustees of Knowles
Associates-Total Fleet
Management Limited
Retirement Benefit
Scheme


.....
Signed - Colin Reginald Knowles

14 NOVEMBER 2012
.....


.....
Signed - Jacqueline Knowles

14 NOVEMBER 2012
.....


.....
Signed - Wayne Adam Knowles

14 NOVEMBER 2012
.....

NOTES

- 1 The date of circulation of the attached resolution is 14 November 2012. Unless the resolution is passed before the end of the period 28 days beginning with that date, it will lapse.
- 2 Please indicate your agreement to the resolution by signing and dating this document where indicated above and returning it to the Company.