

Company Number 03742521

THE COMPANIES ACT 2006

WEDNESDAY



PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

CHASE DE VERE CONSULTING LIMITED

Circulation Date 27 September 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("Act"), the directors of the Company propose that the following resolution is passed as a special resolution ("Special Resolution")

Special Resolution

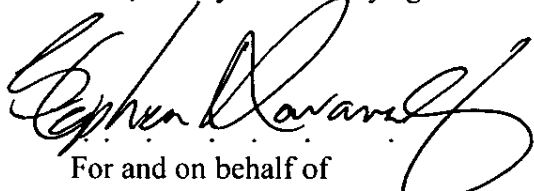
THAT, in accordance with section 551 of the Act, the Directors be and are hereby generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("Rights") up to an aggregate nominal amount of £5,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of this Written Resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights 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 sections 550 or 551 of the Act

AGREEMENT

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

The undersigned, being persons entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agree to the Special Resolution


For and on behalf of
Chase de Vere IFA Group Plc

Date 27 September 2016

NOTES

1 If you agree to 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 the registered office of the Company
- **Post:** returning the signed copy by post to the registered office of the Company

If you do not agree to 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 resolution, you may not revoke your agreement

3 Unless by 28 days following the Circulation Date, sufficient agreement has been received for the resolution to pass, it will lapse. If you agree to the resolution, 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 when returning this document.