

PLATFORM GROUP HOLDINGS LIMITED (the "Company")

Company No. 03936396

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF THE COMPANY PROPOSED BY THE DIRECTORS AND  
HAVING EFFECT AS SPECIAL RESOLUTIONS OF THE COMPANY PURSUANT TO THE  
PROVISIONS OF PART 13 OF THE COMPANIES ACT 2006

CIRCULATION DATE:

SPECIAL RESOLUTIONS:

**RESOLUTION 1**

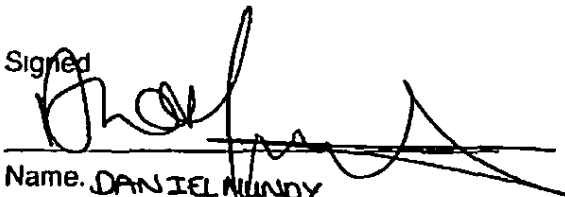
THAT the capital of the Company of £8,764,288 be reduced to £1 by cancelling and extinguishing 8,764,287 ordinary shares of £1 each registered in the Company's register of members in the name of the Co-operative Bank plc.

**RESOLUTION 2**

THAT the requisite entries be made in the Company's statutory records and accounts upon the registration of the capital reduction sanctioned pursuant to Resolution 1 and the sum of £8,764,287 (being the nominal issued share capital sum cancelled by Resolution 1) the amount paid up thereon is converted to distributable reserves.

The undersigned, being as at the circulation the only eligible member of the Company pursuant to the provisions of Part 13 of the Companies Act 2006, hereby agrees to the resolutions set out above.

Signed



Name. DANIEL NUNDY

Duly authorised, for and on behalf of Britannia Treasury Services Limited

Date 19/09/2016

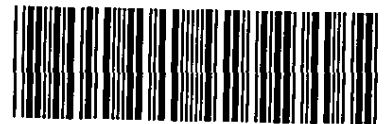
TO THE SHAREHOLDER

Please read the following explanatory notes:

**NOTES**

- 1 Under the provisions of Part 13 of the Companies Act 2006, the written resolutions will lapse if they are not passed by 12 October 2016, which is the end of a period of 28 days beginning with the Circulation Date, however, to comply with the requirements of the Companies Act 2006 in connection with a reduction of capital, the written resolution approving the reduction of capital must be passed no later than 29 September 2016 (ie within 15 days of the date of the solvency statement of the directors)
- 2 The written resolutions are passed on the date and at the time when you have *signified* your agreement to them
- 3 The relevant majority in the case of a Special Resolution, is eligible members holding not less than 75% of the total voting rights of all eligible members
- 4 Your agreement is *signified* when the Company receives from you an *authenticated* form of this document

TUESDAY



\*S5FWNAP6\*

SPE

20/09/2016

#70

COMPANIES HOUSE

- 5 This document is *authenticated* when it is signed and dated by you in the spaces provided
- 6 You may return the authenticated form of this document by any of the following means
  - a by posting it or delivering it by hand to Secretariat, Miller Street Tower, Miller Street, Manchester, M60 0AL
  - b by e-mailing a scanned copy of it to [siobhan.evans@cfs.coop](mailto:siobhan.evans@cfs.coop) or [catherine.green@cfs.coop](mailto:catherine.green@cfs.coop)
- 7 Your agreement, once signified, may not be revoked
- 8 If this document is being authenticated by a person acting on behalf of the shareholder/member, then that person must ensure that he is duly authorised to do so