

WEDNESDAY



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14/01/2015

#166

COMPANIES HOUSE

Company No 04368018

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

**NEW EARTH SOLUTIONS GROUP LIMITED**  
(the "Company")

Circulation Date 12 December 2014

CERTIFIED A TRUE AND COMPLETE  
COPY OF THE ORIGINAL

DATE 9 January 2014

SOLICITOR'S REFERENCE 0214

BURGESS SALMON LLP  
One Glass Wharf, Bristol BS2 0ZX  
Burgess Salmon LLP is authorised and regulated by the Solicitors  
Regulation Authority

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following Written Resolutions as Special Resolutions

SPECIAL RESOLUTIONS

- 1 That the regulations contained in the printed document circulated with this resolution be and they are hereby approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all existing articles of association
- 2 That a sale notice shall not be deemed to have been served in accordance with article 12(C) of the new articles of association of the Company adopted by the Company in accordance with resolution 1 above in respect of any shares in the capital of the Company held by.


2.1 1 Adrian Jones, as a consequence of resigning as a director of the Company on or around the date of these resolutions, and

2 1 2 Adam Shore, as a consequence of resigning as company secretary of the Company on or around the date of these resolutions,

and, accordingly, that articles 12(C) and 12(D) of the articles of association of the Company shall be disapplied in respect of the above

**Please read the Notes overleaf before signifying your agreement to the Written Resolutions.**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we, the undersigned, being the eligible members of the Company who would have been entitled to vote on the resolutions set out above on the circulation date stated above hereby irrevocably agree to the resolutions as Special Resolutions

  
For and on behalf of Riddle & Scoble LLP

Date of Signature

12 December

Peter Mills

Date of Signature

Robert Asquith

Date of Signature

Christopher Cox

Date of Signature

  
Adrian Jones

Date of Signature

12 December

For and on behalf of  
New Earth Solutions Group Trustee Limited

Date of Signature

Jonathan Fryett

Date of Signature

Tadeusz Edward Bleszynski

Date of Signature

Amy Bleszynski

Date of Signature

Lucy Stewart

Date of Signature

Peter Gillatt

Date of Signature

Colin Brown

Date of Signature

THE SEAL OF SECURITIES SERVICES NOMINEES LIMITED  
 TO BE AFFIXED IN THE PRESENCE OF  
 SS N.B.  
 (Author)

THE SEAL OF SECURITIES SERVICES NOMINEES LIMITED  
 TO BE AFFIXED IN THE PRESENCE OF  
[Signature]  
 (Author)

12/12/2014

For and on behalf of Securities Services  
Nominees Limited (A/C 2078202)

Date of Signature

For and on behalf of  
WH White Limited

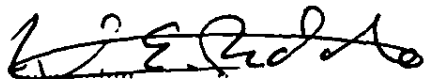
Date of Signature

Mark Incledon

Date of Signature

For and on behalf of Securities Services  
Nominees Limited (A/C 2078202)

Date of Signature



For and on behalf of  
WH White Limited

12 December

Date of Signature

Mark Incledon

Date of Signature

## Notes

- 1 You can choose to agree to all of the proposed Written Resolutions or none of them but you cannot agree to only some of them
- 2 If you have the requisite authority to agree to the proposed Written Resolutions please sign on the dotted line above your name or the name of the authorising company, complete the Date of Signature alongside your signature and send your original signed Written Resolutions to the Company's registered office at 35 Black Moor Road, Ebblake Industrial Estate, Verwood, Dorset BH31 6AT
- 3 You may not revoke your agreement to the Written Resolutions once you have signed and returned the Written Resolutions to the Company
- 4 If you do not agree to the Written Resolutions you do not need to do anything You will not be deemed to agree if you fail to reply
- 5 The Written Resolutions are passed when the Company receives the agreement of the required majority of eligible members The required majority for a Special Resolution is eligible members representing not less than 75% of the total voting rights of eligible members
- 6 The Written Resolutions will lapse if not passed by the date falling 28 days after the circulation date stated overleaf
- 7 Any signed Written Resolutions received by the Company after the date falling 28 days after the circulation date stated overleaf will not be counted in determining whether the Written Resolutions are passed
- 8 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 or authority when returning this document