

(Company Number: 04620714)

PRIVATE COMPANY LIMITED BY SHARES

TBL (HOLDINGS) LIMITED

("the Company")

WRITTEN RESOLUTION OF THE MEMBERS OF THE COMPANY

16th July

2012 ("Circulation Date")

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

SPECIAL RESOLUTION

"That the name of the Company be changed to BBCM Group Limited"

AGREEMENT

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

Signed  Date 16.7.12.
For and on behalf of **BAYCLIFFE LIMITED**

Signed  Date 16/7/2012
DAVID SYKES

Signed  Date 16/7/2012
PATRICK McCARTHY

WEDNESDAY



A11 25/07/2012 #377
COMPANIES HOUSE

NOTES

- 1 If you agree with the Written 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 Peter Francis of 6 York Street, London W1U 6QD, or
- **Post:** returning the signed copy by post to Peter Francis of 6 York Street, London W1U 6QD

If you do not agree to the Written 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 Written Resolution, you may not revoke your agreement
- 3 Unless, by the expiry of 28 days from the Circulation Date, sufficient agreement has been received for the Written Resolution to pass, it will lapse If you agree to the Written 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 or authority when returning this document