

Company number: 04918703

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION**

**of
BIBBY FACTORS YORKSHIRE LIMITED**

(the "Company")

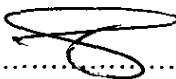
Circulation Date: 13 April 2017

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006, the following resolution is proposed as a unanimous resolution of the Company:

**UNANIMOUS WRITTEN RESOLUTION
(Audit Waiver)**

THAT the proposal that the Company take advantage of the exemption, set out in section 479A of the Companies Act 2006, from the requirements of the Companies Act 2006 relating to the audit of the individual accounts of the Company for the financial year ending 31 December 2016 be and is hereby agreed to and approved.

The undersigned, being the sole member eligible to vote on the above resolution on the Circulation Date hereby irrevocably agrees unanimously to the resolution.


.....
Director, for and on behalf of
Bibby Invoice Finance UK Limited

Date: 13 April 2017

