

Company Number 05382525

The Companies Act 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
Of
MUTUAL ADVANTAGE LIMITED

TUESDAY



Passed 2nd December 2014

At a Directors/Special Meeting of the above-named Company, duly convened on the 2nd December 2014 the subjoined RESOLUTIONS were duly passed, viz

RESOLUTIONS

To create a new class of shares designated Class B with a face value of £1 each

Said shares to have the following rights and restrictions -

Ordinary Class B

All shares rank equally for voting and on winding up All shares rank after Class A shares for dividends

In the event of sale if a shareholder only or in the event of sale if an office holder or employee in the Company the employment with the company ceasing for whatever reason

Shares will be offered to the existing Class A shareholders first.

Any shares not so taken up will then be offered to remaining Class B shareholders

Any shares not so taken up will be repurchased by the company and then cancelled

In the event that the company cannot, or does not wish to, repurchase the shares on financial grounds the shares will be dealt with via arbitration

The value of shares will be face value in the event of termination for misconduct or breach of employment contract by the employee, or market value (or a price as mutually agreed between the parties) in the event of termination by the company, redundancy or death in service.

In the event of sale as a shareholder not holding an office or employment in the Company the value of shares will be market value or such price as agreed between the parties involved

Signed

A handwritten signature in black ink, appearing to read "K Polley", is written over a horizontal line.

Mr Kevin Polley (Chairperson)