

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**BEECH HOUSE VETERINARY CENTRE LIMITED (The "Company")**

By a Resolution in writing signed on 9 October 2014 Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions below be passed as special resolutions (The "Resolutions")

**SPECIAL RESOLUTIONS**

- 1 That the Articles of Association of the Company be amended as follows
  - a by the inclusion of new Sub-Articles 3 3 within Article 3 with the following new Sub-Articles 3 3a, 3 3b and 3 3c
    - a "As at the date of adoption of these articles the share capital of the Company shall comprise 50 A ordinary shares of £1 each ("A Shares") and 50 B ordinary shares of £1 each ("B Shares"),
    - b "The A Shares and the B Shares shall rank pari passu in all respects subject to the rights and restrictions contained in Sub-Article 3 3c below " and
    - c "The profits of the Company which are resolved to be divided amongst the Shareholders in any year shall be applied in paying to the holders of the respective classes of shares dividends at such respect rates (if any) as the directors shall determine and so that a dividend or dividends may be declared on one or several classes of shares to the exclusion of any class or classes and that dividends at different rates may be declared on the respective classes of shares The Directors may pay a dividend or dividends on one or several classes of shares to the exclusion of any class or classes"



## AGREEMENT

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

The undersigned, being all persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions

Signed  Date 9/10/14

Signed  Date 9/10/14

## NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or post delivering the signed copy to Beech House, 16 Queens Road, Hersham, Walton on Thames, Surrey, KT12 5NH

If you do not agree to the Resolutions, you do not need to do anything, you will not be deemed to agreed if you fail to reply

- 2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement
- 3 Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date