

Company Number: 05704241

THE COMPANIES ACTS 1985, 1989 and 2006

A Company Limited by Shares

WRITTEN RESOLUTION

of

CITYBLOCK LIMITED

(Company)

CIRCULATION DATE

8th October

2014

Written resolutions of the members of the Company made pursuant to Chapter 2 Part 13 of the Companies Act 2006

We, the undersigned, being all the members of the Company who (at the date of these resolutions) would be entitled to attend and vote at any general meeting of the Company hereby agree pursuant to s288(1) of the Companies Act 2006 that the following resolution is passed as written resolution of the Company having effect as a special resolution

SPECIAL RESOLUTION

- 1 That the Articles of Association of the Company be amended by the insertion of a new Article 18 as follows

"Notwithstanding anything contained in these Articles, the directors shall not decline to register any transfer of shares, nor may it suspend registration thereof where such a transfer

(a) is to any bank or institution or expressly J T Bargh, A J Bargh and MJF SSAS Trustees Limited as trustees of the JT and AJ Bargh SSAS (and their successors in title from time to time) to which such shares have been charged by way of security, or to any nominee of such bank, institution or trustees (**Secured Lender**), or

(b) is executed by a Secured Lender or its nominee pursuant to the power of sale or any other powers under such security,

(each a **Secured Lender Transfer**)

and furthermore notwithstanding anything to the contrary contained within these Articles, no transferor of any shares in the Company or proposed transferor shall be required to offer the shares which are or are able to be the subject of any Secured Lender Transfer to the shareholders for the time being under the Articles or otherwise and no shareholder shall have any right under the Articles or otherwise howsoever to require such shares to be transferred to them whether for consideration or not

Signature of this resolution by any holders of any class of shares in the Company shall also constitute their consent as holders of that class of shares to the passing of the resolutions set out above

WEDNESDAY



"A3JJ4K42"

A11

29/10/2014

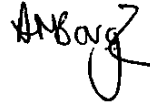
#107

COMPANIES HOUSE

John Trevor Bargh



Alison Jane Bargh



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 using one of the following methods

- By Hand delivering the signed copy to CityBlock Limited, 21 Castle Hill, Lancaster, Lancashire, LA1 1YN,
- Post returning the signed copy to CityBlock Limited, 21 Castle Hill, Lancaster, Lancashire, LA1 1YN,

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