

Company No: 05832836

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

**A&P GROUP LIMITED
("Company")**

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

RESOLUTION

1. That the provisions (as the same may be amended, varied, supplemented or substituted from time to time) of the guarantee to be entered into by the Company in favour of the trustees of the A&P Group Pension Scheme (Falmouth Section) ("**Guarantee**") be and are hereby approved and (notwithstanding any provisions of the memorandum and articles of association of the Company or any personal interest in any of the directors) the directors of the Company be and are hereby empowered, authorised and directed to complete and enter into the Guarantee.

Circulation Date: 19 March 2018

Registered address: c/o A&P Tyne Limited, Wagonway Road, Hebburn, Tyne and Wear NE31 1SP



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23/03/2018

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COMPANIES HOUSE

WE HEREBY CERTIFY THIS TO
BE A TRUE COPY OF THE
ORIGINAL
Hill Dickinson LLP
HILL DICKINSON LLP

Please read the explanatory notes at the end of this document before signifying your agreement to the Resolution.

I, the undersigned, being persons entitled to vote on the Resolution, hereby irrevocably agree to the Resolution:

SIGNED by authorised person
on behalf of corporate member:

.....
(Signature)

Name and position of signatory:

.....
(In block capitals)

Dated:

.....

EXPLANTORY NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand, or by post to the Company's registered address marked "For the attention of John Carey".

You may not return the Resolution to the Company by any other method.

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 by midnight on the date 28 days from 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.