

Company Number: 5960495

**PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION  
OF  
MORRIS UNITED LIMITED (the "Company")**

Circulation date      7 September 2016

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

**SPECIAL RESOLUTION**

**THAT:**

1. The share capital of the Company be reduced from £2,854,883, currently comprising three ordinary shares of £1 each, 1,008,973 A ordinary shares of £1 each and 1,845,907 B ordinary shares of £1 each (all of which have previously been issued and fully paid) to £5 divided into three ordinary shares of £1 each, one ordinary A share of £1 and one B ordinary share of £1 and that such reduction be effected by crediting the sums of £1,012,543 and £2,178,904 to two newly designated reserves styled as the A ordinary share reserve and the B ordinary share reserve respectively

FRIDAY



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21/10/2016

#120

COMPANIES HOUSE

We hereby agree to the Resolution

Signed

   
**Compound Management (UK) Trustees Limited**  
**(as trustee of the Wellington Investments Trust)**

Signed

   
**Compound Management (UK) Trustees Limited**  
**(as trustee of the Beaufort Investments Trust)**

Signed

  
**For and on behalf of Parkhead Capital Limited**

Signed

  
**For and on behalf of Devonshire Place Investments Limited**

Date of signature

Notes

If not passed before 22<sup>nd</sup> September 2016, the Resolution will lapse To agree to the Resolution, please sign and date it and return it so as to arrive before 22<sup>nd</sup> September 2016 by hand or by post to

Morris United Limited

FAO Andrew Bradshaw/Gurjot Mohan

3<sup>rd</sup> Floor

Watson House

54 Baker Street

London

W1U 7BU