

Company number 06086858

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

RENT BACK INVESTMENTS LIMITED (the "Company")

TUESDAY



A38

16/08/2011

194

COMPANIES HOUSE

CIRCULATION DATE the 29th day of June 2011 (the "Circulation Date")

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 (the "Resolution")

RESOLUTION

That


- (a) the entering into by the Company of a deed of release (**Release**) to be entered into by the Company and Premier Real Estate Limited (company no 04291319) (**Lender**) whereby the Company is released by the Lender from any obligation to repay its outstanding inter-company loans borrowed by the Company from the Lender in the total aggregate sum of £221,202 (**Debt**) be and is hereby approved for all purposes including (without limitation) compliance by the Company with section 190 of the Companies Act 2006, notwithstanding that -
 - (i) the Company and the Lender are under the same ownership with shares in both companies being owned in equal proportions by Martin Parker and Sarah Parker both of 43 Osney Crescent, Paignton TQ4 5EZ,
 - (ii) all the directors of the Company are also directors of the Lender, and
 - (iii) all the directors of the Company are members in both the Company and the Lender
- (b) any conflict of interest on the part of each of the directors of the Company in respect of the Release arising out of them each being a director of the Lender and a member in the Lender be and is hereby authorised and ratified, and


- (c) it be and is hereby declared that the entering into by the Company of the Release promotes the success of the Company for the benefit of its members as a whole and that the Release be executed and entered into and that the Directors of the Company be and are hereby authorised to do all such acts and things and to agree and execute on behalf of the Company all such documents as may be required in order to implement the entering into of the Release by the Company

AGREEMENT

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

We, the undersigned, being all the persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution


..... Dated 29/6/ 2011
Martin Parker


..... Dated 29th June 2011
Sarah Parker

NOTES

1 If you agree with the Resolution, 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 a director of the Company or to Rent Back Investments Limited, 50 The Terrace, Torquay, TQ1 1DD within 28 days of the Circulation Date
- **Post:** returning the signed copy by post to Rent Back Investments Limited, 50 The Terrace, Torquay, TQ1 1DD within 28 days of the Circulation Date

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, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date

4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members

5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document