

**47-51 NORTH ROAD LIMITED (the "Company")**

**A PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION OF THE SOLE MEMBER**

**Circulation Date:** ..... 16<sup>TH</sup> NOVEMBER ..... 2017

**Date Passed:** ..... 16<sup>TH</sup> NOVEMBER ..... 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the following resolution numbered 3 passed as a special resolution of the sole member of the Company (the "**Resolution**"):

**SPECIAL RESOLUTION**

1. IT IS NOTED THAT the Company had purported to:
  - (a) allot 343,194 ordinary shares of £1 each to Aqeela Bhikha on 25 January 2014;
  - (b) subsequently, Anas Mister transferred 100 ordinary shares of £1 each to Aqueela Bhikha on 1 January 2015; and
  - (c) thereafter, Aqueela Bhikha transferred 343,294 ordinary shares of £1 each to Anas Mister on 6 August 2016.
2. IT IS FURTHER NOTED THAT:
  - (a) the Company's Articles of Association contains a provision limiting the Company's authorised share capital to £100 (made up of 100 ordinary shares of £1 each); and
  - (b) no formal shareholder approval had been given:
    - (i) for the removal and/or extension of the Company's authorised share capital; and
    - (ii) to the sole director to make the above allotment or the subsequent transfers of shares,

and therefore, the above allotment and transfers were non-compliant with the Company's Articles of Association.
3. IT IS RESOLVED THAT the sole member of the Company hereby ratify, approve and authorise the sole director to allot 343,194 ordinary shares of £1 each as if such an allotment was made to Aqueela Bhikha at the date on which this Resolution is passed.
4. IT IS NOTED THAT this document will, if the Resolution is passed, be filed by the sole director with the Registrar of Companies.




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

The undersigned, being the person entitled to vote on the Resolution on the Circulation Date set out above, hereby irrevocably agrees to the passing of the Resolution.

Signed by **ANAS MISTER**

**Member**

A handwritten signature in black ink, appearing to be 'ANAS MISTER', is written over a horizontal dotted line.

Date of signature: ..... 16TH NOVEMBER ..... 2017

**Notes:**

1. If you agree to the Resolution, please indicate your agreement by signing, dating and returning this document to 47-51 North Road Limited at Ad and Co Accountants, 12 Besant Close, Blackburn, Lancashire BB1 2RG.
2. If you do not agree to the Resolution, you do not need to do anything; you will not be deemed to have agreed to the Resolution by failing to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke that agreement.
4. Unless within 28 days of the Circulation Date noted at the beginning of this document sufficient agreement has been received for the Resolution to pass, the Resolution will lapse. If you do agree to the Resolution, please ensure that this document, duly signed and dated as explained in Note 1 above, is received by 47-51 North Road Limited at Ad and Co Accountants, 12 Besant Close, Blackburn, Lancashire BB1 2RG **within 28 days of the Circulation Date.**
5. If you are signing this document on behalf of a person under a power of attorney or other similar authority, you must send a certified copy of that power of attorney or other authority when returning this document.