

# Graham Winterbottom (Holdings) Limited

Company Number 06924210

## Written Resolution

We the undersigned members of the above-named company being all the members entitled to vote at a general meeting of the company if there is a proposed reduction in the Redeemable Preference Shares or the Deferred Redeemable Preference Shares hereby resolve as follows, such resolution pursuant to Section 288 of the Companies Act 2006 to be as effective as resolutions passed at a general meeting of the shareholders or an individual class meeting of the Redeemable Preference shareholders or Deferred Redeemable Preference shareholders.

### Special Resolution:

The share capital of the Company be reduced from £700,100 divided into 100 Ordinary shares of £1 00 each, 327,272 Redeemable Preference shares of £1 00 each and 372,728 Deferred Redeemable Preference shares of £1 00 each to £271,720 divided into 100 Ordinary shares of £1 00 each, 126,991 Redeemable Preference shares of £1 00 each and £144,629 Deferred Redeemable Preference shares of £1 00 each and that such reduction be effected by cancelling

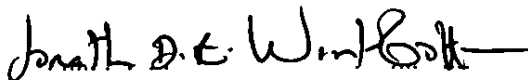
- 1 200,281 Redeemable Preference shares of £1 00 each numbered 126,992 through to 327, 272, such that the issued Redeemable Preference share capital after cancelation is represented by the remaining 126,991 Redeemable Preference shares of £1 00 each numbered 1 through to 126,991 inclusive
- 2 228,099 Deferred Redeemable Preference shares of £1 00 each numbered 144,630 through to 372,728 such that the Redeemable Preference share capital after cancelation is represented by the remaining 144,629 Deferred Redeemable Preference shares of £1 00 each numbered 1 through to 144,629 inclusive,



David Graham Winterbottom



Maureen Winterbottom



Jonathan David Edward Winterbottom



David Graham Winterbottom as

Trustee of the Maureen Winterbottom  
No 1 IIP 1997 Settlement



Maureen Winterbottom as

Trustee of the D G Winterbottom No 1 IIP 1997 Settlement

DATED: .....3./12./.....2015

MONDAY



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COMPANIES HOUSE