

Company number 06968074

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CLIFTONS ESTATE AGENTS LIMITED (Company)

7th December 2012

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**)

SPECIAL RESOLUTION

- 1 THAT the Memorandum of Association of the Company be altered inserting the following text as clause 5 1

5 1 The capital of the Company shall consist of
800 A Shares of £1 in the capital of the Company, and
200 B Shares of £1 in the capital of the Company

- 2 THAT the Articles of Association of the Company be altered by the insertion of the following as clause 13

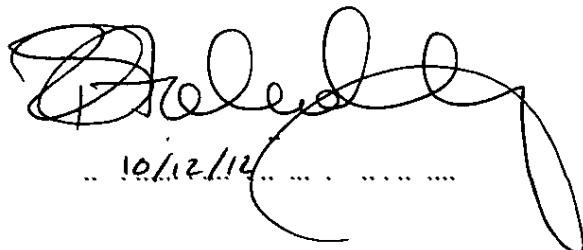
Except as otherwise provided in these Articles, the A Shares and the B Shares shall rank pari passu in all respects but shall constitute separate classes of shares

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on 7th December 2012, hereby irrevocably agrees to the Resolutions

Signed by Philip Michael Stolworthy
Date


10/12/12



NOTES

1 If you agree with the Resolutions, 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 140 Whiteladies road, Clifton, Bristol, BS8 2RS
- **Post** returning the signed copy by post to 140 Whiteladies road, Clifton, Bristol, BS8 2RS

If you do not agree to the Resolutions, 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 Resolutions, you may not revoke your agreement

3 Unless, by 8 December 2012 sufficient agreement has been received for the Resolutions to pass, it they will lapse If you agree to the Resolutions, 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

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Signed by Paul Gerard Kingston

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