


Company No. 7120798

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**ABOUT CHILDREN LIMITED**

Pursuant to section 288 of the Companies Act 2006 (**CA 2006**) we, the undersigned, being the eligible members (as defined by section 289 CA 2006) of the Company for this purpose, signify our agreement to and pass the following written resolutions as special resolutions of the Company:

**SPECIAL RESOLUTION**

- (1) That each ordinary share of 50p each registered in the name of Michael Nelson be re-designated as a B ordinary share;
- (2) That the regulations contained in the document in the attached form and marked 'A' for the purpose of identification are adopted as the Company's new articles of association in substitution for and to the exclusion of the Company's existing articles of association.

Signature: 

Name: **Lesley Ritchie**

Date: 17/12/2016

Signature: 

Name: **Michael Nelson**

Date: 17/12/2016

## EXPLANATORY STATEMENT

(This explanatory statement is not part of any proposed written resolutions.)

- 1 This document is proposed by the directors of the Company.
- 2 This document is sent to the eligible members on 17 December 2016 (the **Circulation Date**).
- 3 "**Eligible members**" are the members who are entitled to vote on the resolution on the Circulation Date.
- 4 If you wish to signify agreement to this document, please follow the procedure below:
  - (a) you (or someone acting on your behalf) must sign, print your name beneath your signature (if it is not already printed) and date this document.
  - (b) if someone else is signing this document on your behalf under a power of attorney or other authority, please send a certified copy of the relevant power of attorney or authority when returning this document.
  - (c) please return the document to the Company at its registered office marked "for the attention of Lesley Ritchie" or hand it to the company secretary/any director in person.
- 5 Please note that it is not possible to withdraw your consent once this document, signed by you or on your behalf, has been duly received.
- 6 To be valid, this document must be received no later than the end of the period of 28 days beginning on the Circulation Date, otherwise it will lapse.
- 7 Unless by that deadline this document has been received duly signed from at least the relevant threshold of eligible members, the proposed written resolution will lapse. The relevant threshold to pass an ordinary resolution is members holding over half the total votes in the Company. The relevant threshold to pass a special resolution is members holding at least three quarters of the total votes in the Company.
- 8 This document may be executed in multiple copies. Each member may sign his or her own separate copy, or two or more members may sign the same copy, as convenient.