

**ANNEX**

**ARCH (HOLDCO) LTD (THE "COMPANY")**

**COMPANY NUMBER 7584416**

**PRINT OF WRITTEN RESOLUTIONS OF THE COMPANY**

**PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006**

**PASSED ON 22 March 2017**

The following written resolutions having been duly proposed by the directors of the Company were duly passed by the Company:

**SPECIAL RESOLUTION**

1. It is resolved that none of Michael Daniel Marks or Alexander Francis Stanley Wright who are also directors of BMML Holdco Limited and Mailbox (Car Park) Ltd shall infringe his duty to avoid a situation in which he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company as a result of BMML Holdco Limited and Mailbox (Car Park) Ltd entering into or otherwise being interested in some or all of the Relevant Documents (as defined below) and/or the transactions contemplated thereby.
2. It is resolved that the giving of the guarantee by the Company under the Facility Agreement, the granting of security under the Security Agreement and the entry into by the Company of the proposed transactions substantially on the terms set out in the Relevant Documents (as defined below) will promote the success of the Company for the benefit of its members as a whole.

Signed ..... 

Director

for and on behalf of **ARCH (HOLDCO) LTD**

FRIDAY



LD6      \*L64TONIB\*      #105  
21/04/2017  
COMPANIES HOUSE