

Company number 08155816

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF

MASON & VAUGHAN GROUP LIMITED (Company)

CIRCULATION DATE 29/03/2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions of the Company (**Resolutions**)

SPECIAL RESOLUTIONS

1. That the draft Articles of Association circulated with this written resolution and initialled by Julie Harvey by way of identification be approved and adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, all the existing Articles of the Company
2. Subject to the passing of Resolution 1 above, that the 100 £1 Ordinary Shares in the share capital of the Company currently held by Julie Harvey are reclassified as Class B £1 ordinary shares with the rights and subject to the restrictions as set out in the Company's Articles of Association adopted pursuant to Resolution 1 above
3. Subject to the passing of Resolution 1 above, that, in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to allot Class A shares in the Company, with the rights and subject to the restrictions as set out in the Company's Articles of Association adopted pursuant to Resolution 1 above, up to an aggregate nominal amount of £900 provided that this authority shall, unless renewed, varied or revoked by the Company, expire 12 months after the date of this Resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors may allots shares pursuant to such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities

FRIDAY



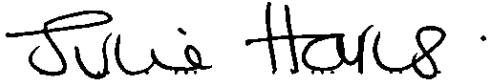
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COMPANIES HOUSE

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AGREEMENT

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

The undersigned, being the sole person entitled to vote on the Resolutions on the circulation date above, hereby irrevocably agrees to the Resolutions



Julie Harvey

Date 29/3/2016.

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 the Company at the Registered Office
- **Post** returning the signed copy by post to the Company at the Registered Office
- **Fax** faxing the signed copy to 0161 834 3568 marked "For the attention of AEM"
- **By email** sending a scan of the signed copy to andy.mcnish@dbf-law.co.uk

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 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, 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

29/3/16.