

CP CO 7 LIMITED
(Company Number: 08206654)
(the *Company*)

FRIDAY



SHAREHOLDER WRITTEN RESOLUTION

Circulation Date: 20 December 2018

BACKGROUND

The purpose of these resolutions is to approve proposals to reduce the ordinary share capital of the Company from £34,781,724.00 to £3,478.1724 by reducing the nominal value of each ordinary share on issue from £1.00 per share to £0.0001 per share, and crediting the resulting reduction monies to the distributable reserves of the Company (the *Reduction of Capital*). Following the Reduction of Capital, the aggregate nominal value of the Company's issued share capital will be reduced to £3,478.1724.

Pursuant to section 641(1) of the Companies Act 2006 (the *Act*), a special resolution of the Company's sole member will be required to effect the Reduction of Capital. The directors of the Company (the *Directors*) must also sign a solvency statement in accordance with section 643 of the Act (the *Solvency Statement*). A copy of the Solvency Statement signed by all the Directors is attached to these resolutions, in accordance with Section 642(2) of the Act.

RESOLUTIONS

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

1. SPECIAL RESOLUTION

THAT, the directors of the Company having on 20 December 2018 made a solvency statement in accordance with section 643 of the Act, the issued share capital of the Company be reduced for no consideration in accordance with section 641 of the Act such that (a) the issued share capital of the Company be reduced from £34,781,724.00 to £3,478.1724 by reducing the nominal value of each ordinary share on issue, each of which is fully paid up, and (b) the amount by which the share capital of the Company is so reduced be credited to the Company's distributable reserves.

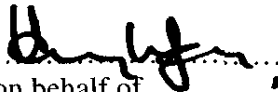
2. SPECIAL RESOLUTION

THAT the directors of the Company be and are hereby authorised on behalf of the Company to sign and/or despatch any documents or notices and to do all other acts or things as may be necessary to give effect to the Capital Reduction or which might otherwise be desirable in connection therewith.

AGREEMENT

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

We, the undersigned, being the sole member of the Company entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions and confirm that we have received a copy of the Solvency Statement at or before the time we received the copy of the Resolutions as required by 642(2) of the Act.


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on behalf of

CP Co Borrower Limited