

If you agree to the resolution below, please signify your agreement by signing and dating this document where indicated and returning it to the Company. Unless sufficient agreement has been received for the resolution to pass within 28 days of the Circulation Date it will lapse. You should read the notes at the end of this document before signifying your agreement to the above resolutions

OVER & IN LIMITED (THE "COMPANY")

(Registered in England – No 08327373)

WRITTEN RESOLUTION

(Circulated 17 March 2016 ("Circulation Date"))

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed

SPECIAL RESOLUTION

- 1 THAT all of the Ordinary Shares of £0.01 held by Hamid Hejazi be redesignated as A Ordinary shares of £0.01 each having the rights set out in the Articles of Association

I, the undersigned, being a member entitled to vote on the above resolutions on the Circulation Date IRREVOCABLY AGREE to the above resolutions

Signature



Name

Hamid Hejazi

Date

17.3.16

Signature

Name

Christopher Mark Sanders

Date

Notes:

- 1 If you agree to the resolution, please indicate your agreement by signing and dating this document where indicated and returning it to the Company Secretary by using one of the following methods
- By hand/post:** by delivering the signed copy to Hamid Hejazi at
- _____
- By email:** by attaching a scanned copy by email to Hamid Hejazi at hamid@overandin.com
- 2 If you do not agree to the resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply
- 3 Once you have indicated your agreement to the resolution, you may not revoke your agreement

WEDNESDAY



R57PV16Y

RM

25/05/2016

#186

COMPANIES HOUSE

- 4 Unless sufficient agreement has been received for the resolution to pass within 28 days of the Circulation Date, it will lapse. If you agree to the resolution, please ensure that your agreement reaches the Company on or before 28 days of the Circulation Date.
- 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.