

Company Number : 09127501

THE COMPANIES ACT 2006

(the "Act")

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

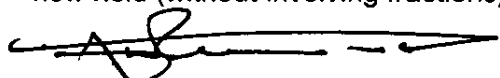
DUNCAN & TOPLIS HOLDINGS LIMITED

(the "Company")

The following written resolution was made pursuant to Chapter 2 of Part 13 of the Act and was passed as one special resolution on **13** March 2015

Special resolution:

THAT upon the recommendation of the directors it is desirable to capitalise the sum of £700 standing to the credit of the Company's merger reserve and accordingly that such sum be set free for distribution amongst the holders of the issued B Ordinary shares of £1 00 each in the capital of the Company in the proportion of £7 for every 234 of such B Ordinary shares now held by them (without involving fractions) on condition that the same shall not be paid in cash but be applied in paying up in full 700 B Ordinary Shares of £1 00 each in the capital of the Company at present unissued to be allotted and issued credited as fully paid at par to and amongst such members in the proportion of 7 new B Ordinary Shares of £1 00 each for every 234 B Ordinary Shares of £1 00 now held (without involving fractions)



Director

13 March 2015

Date

FRIDAY



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24/04/2015

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COMPANIES HOUSE