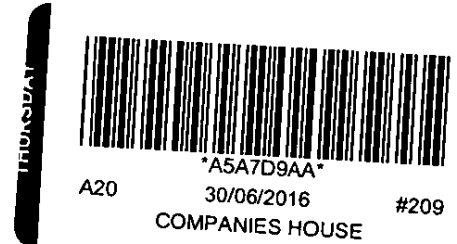


COMPANIES ACT 2006

WRITTEN RESOLUTIONS

Company Number: 9925149

PLACES FOR PEOPLE VENTURES LIMITED



On 30 December 2015 the following written resolutions were agreed and passed by the sole member as ordinary and special resolutions

ORDINARY RESOLUTION

THAT, in accordance with section 551 of the CA 2006, the directors of the Company ("**Directors**") be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £185,001,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of 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 or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the CA 2006 but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities

SPECIAL RESOLUTION

THAT, subject to passing the above resolution and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by the above resolution, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall

be limited to the allotment of equity securities up to an aggregate nominal amount of £185,001,000, and

expire on the fifth anniversary of the date of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the

Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired



C P Martin
Company Secretary
Places for People Ventures Limited
The White House
10 Clifton
York
YO30 6AE