

**Written Resolution under Companies Act 2006**

**Company number 10210431**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**of**

**BRIGHTON & LEEDS UTILITY HOLDINGS LIMITED (the Company)**

*25 June* **2018 (the Circulation Date)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution be passed as an ordinary resolution (the **Resolution**).

**ORDINARY RESOLUTION**

THAT, in accordance with section 618 of the Companies Act 2006, the 100 ordinary shares of £1.00 in the issued share capital of the Company be sub-divided into 10,000 ordinary shares of £0.01 each.

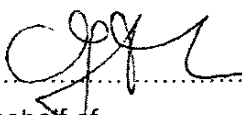
**AGREEMENT**

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

The undersigned, person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

  
.....  
**Chris Allen**

  
.....  
On behalf of  
**IPI Investments Limited**

  
.....  
On behalf of  
**Forward Utility Holdings Limited**



## NOTES

1. If you agree with the Resolution, 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 Nicola Baird at 5 Fleet Place, London, England, EC4M 7RD.

Post: returning the signed copy by post to Nicola Baird at 5 Fleet Place, London, England, EC4M 7RD.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to Nicola Baird at [nicola.baird@crsblaw.com](mailto:nicola.baird@crsblaw.com).

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.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.