

Company number 10962107

COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
SOUTH WEST BROKERS HOLDINGS LIMITED (**Company**)

Circulation Date 29 September 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the directors of the Company propose that resolution 1 is passed as an ordinary resolution and that the resolution 2 is passed as a special resolution.

ORDINARY RESOLUTIONS

1. THAT, in accordance with section 551 of the Act, the directors be unconditionally authorised to allot 10 Ordinary A shares of £1 each and 10 Ordinary B shares of £1 each in the capital of the Company, each having the respective rights and subject to the respective restrictions set out in the articles of association of the Company. Unless renewed, varied or revoked by the Company, this authority shall expire on 31 January 2018 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors may allot shares 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 80 of the Companies Act 1985 or section 551 of the Act.

SPECIAL RESOLUTION

2. THAT, in accordance with section 571 of the Act and subject to the passing of resolution 1 above, the directors of the Company be given the general and unconditional authority to allot, for cash, the shares set out in resolution 1, up to an aggregate nominal amount of £20, as if section 561(1) of the Act did not apply to any such allotment.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolutions set out in it (**Resolutions**).

The undersigned, being a person entitled to vote on the Resolutions on the Circulation Date stated above, hereby irrevocably agrees to the Resolutions.

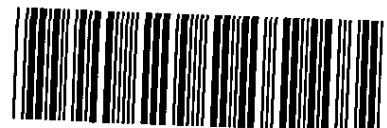
Signed by



Date

Brian Jones
29/9/17

FRIDAY



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13/10/2017

COMPANIES HOUSE

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NOTES

1. You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company using one of the following methods:

- **By hand:** delivering the signed copy to Brian Jones.
- **Post:** returning the signed copy by post to The Board of Directors, South West Brokers Limited, Unit 18 Darklake Park, 6 Darklake View, Estover, Plymouth, PL6 7FB.
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to Neil Huntley at nhuntley@markholt.co.uk. Please enter "Written resolutions re South West Brokers Holdings Limited" in the e-mail subject box.

You may not indicate your agreement to the Resolutions by any other method.

If you do not agree to all of the Resolutions, 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 Resolutions, you may not revoke your agreement.

3. Unless, by 31 October 2017, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

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.