



SCT 30/03/2016 #50  
COMPANIES HOUSE

Number of Company: SC313181

PRIVATE COMPANY LIMITED BY SHARES

# WRITTEN RESOLUTION

OF

BBB PROPERTIES LIMITED (the "Company")

CIRCULATION DATE: 15 MARCH 2016

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

1. "THAT the purchase by the Company of the business and assets of 3BS (Scotland) LLP (the "LLP") from the LLP, for a sum equal to their net market value to be satisfied by the issue of shares in the capital of the Company to the LLP's members (George Pattullo Brewster and John Madden Bennett, both directors of the Company, are also the sole members of the LLP), be and is hereby approved."
2. "THAT the directors of the Company shall be authorised for the purposes of section 551 of the Act to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal value of £3,000,000 provided this authorisation shall expire, unless sooner revoked or varied by ordinary resolution of the Company, on expiry of five years from the passing of this resolution."

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

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

George Pattullo Brewster

John Madden Bennett

Date

22-03-2016

Date

## 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 it to the Company using one of the following methods:

- By Hand: delivering the signed copy to Chris Byrne of Thorntons Law LLP, Whitehall House, 33 Yeaman Shore, Dundee, DD1 4BJ.
- Post: returning the signed copy by post to Chris Byrne of Thorntons Law LLP, Whitehall House, 33 Yeaman Shore, Dundee, DD1 4BJ
- Fax: faxing the signed copy to 01382 202288 marked "For the attention of Chris Byrne".
- E-mail: by attaching a scanned copy of the signed document to an email and sending it to cbyrne@thorntons-law.co.uk. Please enter "Written resolutions" in the e-mail subject box.

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 sufficient agreement has been received for the Resolutions to pass within 28 days of the Circulation Date, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
- 4 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.
- 5 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.