

Company Number 00421939

The Companies Act 2006

Company limited by Shares

Written Resolution

Of

F. A. Dance Limited

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company proposed that the following resolution be passed

Special Resolution

- 1 **THAT** the share capital of the Company be reduced by cancelling and extinguishing 24,989 Ordinary Shares of £ 1 each registered in the name of H Eades & Son Limited, 10 Ordinary Shares of 1 each registered in the name of P & H (1925) Limited and 9,000 3 5% Cumulative Preference Shares of £ 1 each registered in the name of H Eades & Son Limited

Documents Attached to this Resolution

A copy of the Directors' Solvency Statement dated 28 March 2012 is attached to this Resolution

Agreement of Eligible Members


The undersigned, being all of the eligible members on 28 March 2012 (the "Circulation Date") irrevocably agrees to the resolution set out above

Signed



For and on behalf of H. Eades & Son Limited

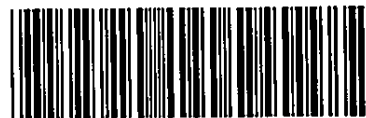
Signed



For and on behalf of P & H (1925) Limited

Dated 28 March 2012

THURSDAY



A19 29/03/2012 #125
COMPANIES HOUSE

Eligible members must specify their agreement to the proposed resolution by no later than 15 days following the date of the attached Solvency Statement

Eligible members must specify their agreement to the proposed resolution as follows

- (i) **By hand**, by delivering a signed copy to the Company Secretary, P&H House, Davigdor Road, Hove, East Sussex BN3 1RE
- (ii) **By post**, by sending a signed copy to the Company Secretary, P&H House, Davigdor Road, Hove, East Sussex BN3 1RE

Eligible members must specify their agreement to the proposed resolution by the date referred to above. However, eligible members who do not agree with the proposed resolution do not need to reply. Once eligible members have signified their agreement to the proposed resolution, their agreement may not be revoked. The proposed resolution will lapse if it is not passed within the period of 15 days from and including the circulation date.

Note : "Eligible members" are those members who are or would be entitled to vote on the above resolution on the circulation date (i.e. the date on which copies of the resolution are first sent or submitted to members)