

Company No: 01328744

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
COPY WRITTEN RESOLUTION

of
✓
SHL GROUP LIMITED

("Company")

PASSED ON 22 June 2015

In accordance with the written resolution procedure in chapter 2 of part 13 of the Companies Act 2006, the following resolution was duly passed on 22 June 2015 as special resolutions

SPECIAL RESOLUTION

That

- 1 the share capital of the Company be reduced by cancelling and extinguishing for no consideration 690,820,489 ordinary shares of £0.10 each in the capital of the Company (currently registered in the name of SHL Group Holdings 4 Ltd); and
- 2 the entire share premium account standing in the books of the Company at the date of this resolution in the sum of £12,126,563 be cancelled,

such that the following accounts standing in the books of the Company at the date of this resolution be reduced or cancelled (as appropriate) by the sums set out in column (3) of the table below

(1) Account	(2) Total Funds Standing in Account as at 17 June 2015 (£)	(3) Amount of Reduction (£)
Called up share capital	69,083,048 90	69,082,048 90
Share premium	12,126,563	12,126,563



Director

WEDNESDAY



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SPE 24/06/2015 #52
COMPANIES HOUSE