

Date: 17 January 2018

**Written Resolution of George Philip Holdings Limited**  
**(the "Company")**

The Directors of the Company propose the following Resolution be passed as a written resolution of the Company under Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"). The Resolution is proposed as a special resolution.

**RESOLUTION**

**THAT**

- a) the share capital of the Company be reduced in accordance with the Act from £474,810 divided into 716,620 Ordinary shares of £0.10 each, 68,162 "A" Ordinary shares of £ 0.01 each, 106,295 6% Cumulative Preference shares of £0.50, and 350,000 7% Cumulative Preference shares of £1 all of which have been issued and fully paid up and are registered in the name of RELX (UK) Limited, to £4 divided into 716,620 Ordinary shares of £0.0000013954 each by cancelling £0.0999986046 per share of paid-up share capital in respect of each of such Ordinary share, 68,162 "A" Ordinary shares of £0.0000146709 each by cancelling £0.0099853291 per share of paid-up share capital in respect of each of such "A" Ordinary share, 106,295 6% Cumulative Preference shares of £0.0000094078 each by cancelling £0.4999905922 per share of paid-up share capital in respect of each of such 6% Cumulative Preference share and 350,000 7% Cumulative Preference shares of 0.0000028571 each by cancelling 0.9999971429 per share of paid up share in respect of each of such 7% Cumulative Preference shares
- b) the share premium account of the Company be and is hereby reduced in accordance with the Act from £1,460,070 to zero by cancelling the entirety of the Company's share premium account.

WEDNESDAY



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17/01/2018

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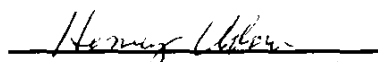
COMPANIES HOUSE

## AGREEMENT

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

The undersigned, being the person[s] entitled to vote on the Resolution on 17 January 2018, hereby irrevocably agree[s] to the Resolution.

The undersigned hereby confirms that it has received a copy of the solvency statement at or before the time it received the copy of the Resolution as required by section 642(2) of the Act.



On behalf of RELX (UK) Limited

### Notes:

1. If you agree to 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 The Company Secretary, RELX Group plc, 1 – 3 Strand, London, WC2N 5JR; or
  - **By Post:** returning the signed copy by post to The Company Secretary, RELX Group plc, 1 – 3 Strand, London, WC2N 5JR.
2. 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.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless, by 14 February 2018, 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 by this date.
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.