

Company number: 01519531

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

of

A.P. SCREEN PRINTERS LIMITED
(the "Company")

TUESDAY



A21 *A7I4IZBD* #242
06/11/2018
COMPANIES HOUSE

31 October 2018 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the sole shareholder of the Company proposes that the resolution below is passed as a written resolution of the Company, and have effect as a special resolution (the "**Resolution**").

SPECIAL RESOLUTION

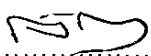
THAT the articles of association of the Company be amended and a new article 18 of the articles of association of the Company, as set out below, be approved and adopted:

"Regulation 99 of Table A shall not apply. The quorum for the transaction of the business of the directors may be fixed by the directors and unless so fixed at any other number shall be one. A person who holds office only as an alternate director shall, if his appointor is not present, be counted in the quorum."

AGREEMENT

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

The undersigned, being the sole member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution.


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For and on behalf of
Quarto Publishing plc

Date 31 October 2018

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:
 - (a) **by hand**: delivering the signed copy to Charles Wilson at The Quarto Group, Inc., The Old Brewery, 6 Blundell Street, London N7 9BH; or

(b) **by post:** returning the signed copy by post to Charles Wilson at The Quarto Group, Inc., The Old Brewery, 6 Blundell Street, London N7 9BH.

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, within 28 days of circulation of the Resolution, sufficient agreement has been received from the required majority of eligible members for the Resolution to be passed, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us on or before 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.