

We hereby certify that this copy document is true and accurate copy of the original.

Company number 2163740

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

RURAL BUSINESS CENTRES LIMITED (Company)

30 September 2016 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006), the directors of the Company propose that the resolution below is passed as a special resolution (Special Resolution).

SPECIAL RESOLUTION

THAT the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association AND THAT 50 of the ordinary shares of £1 each in issue immediately prior to the passing of this resolution, be and are hereby converted into 'A' ordinary shares of £1 each and the remaining 50 ordinary shares of £1 each in issue immediately prior to the passing of this resolution, be and are hereby converted into 'B' ordinary shares of £1 each, such shares having the respective rights and being subject to the respective restrictions attaching thereto under the new articles of association of the Company adopted pursuant to this resolution and THAT, in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in Regulation 5 of the memorandum of association of the Company, which by virtue of section 28 of the Companies Act 2006 is treated as a provision of the Company's articles of association, is hereby revoked and deleted.

AGREEMENT

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

The undersigned, a person entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agree to the Special Resolution:-

Signed by Rural Concepts Limited
acting by Roger Henry Tempest, a
director
Date

[Signature]

30 September 2016

SATURDAY



A24 *A64WK40H* 22/04/2017 #299
COMPANIES HOUSE

NOTES

1. You can choose to agree to the Special Resolution or not. 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 A P Bradley at Shulmans LLP 120 Wellington Street, Leeds LS1 4LT.

Post: returning the signed copy by post to A P Bradley at Shulmans LLP 120 Wellington Street, Leeds LS1 4LT.

Fax: faxing the signed copy to 0113 246 7326 marked "For the attention of A P Bradley".

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to abradley@shulmans.co.uk. Please enter "Written resolutions Rural Business Centres" in the e-mail subject box.

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.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless, within 28 days of (and including) the Circulation Date, 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 before or during this date.
4. 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.
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.