

Company no. 02394306

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

WBB DEVON CLAYS LIMITED ✓

("Company")

Written resolution of the Company pursuant to chapter 2 part 13 of the Companies Act 2006 ("Act") proposed as a special resolution as detailed below

SPECIAL RESOLUTION

- 1 **That** John Russell and Andrew Phillip Wood of The P&A Partnership, 93 Queen Street, Sheffield S1 1WF, as joint liquidators of the Company, be and are hereby authorised to distribute to Watts Blake Bearne & Co Limited ("**WBB**"), the sole member of the Company, in specie the whole or part of the assets of the Company including, without limitation, the receivable of £2.00 (two pounds) due to the Company from WBB

Circulation date: 30 March 2012

Registered office: 93 Queen Street
Sheffield
South Yorkshire
S1 1WF



WBB DEVON CLAYS LIMITED

WRITTEN RESOLUTION: CIRCULATED ON 30 March 2012

Note: This document is important and requires your immediate attention.
Please read the explanatory statement to members before signifying your agreement to the resolution in this document

EXPLANATORY STATEMENT TO MEMBERS

1. NATURE OF WRITTEN RESOLUTION

This document contains a proposed written resolution of WBB Devon Clays Limited ("**Company**") for approval by you as the sole member of the Company. The resolution is proposed as a special resolution and requires you to vote in favour of it in order to be passed.

2. PERIOD TO APPROVE WRITTEN RESOLUTION

If the Company has not received your agreement to pass the resolution within 28 days from the date the resolution was first circulated to you, the resolution will lapse.

3. ACTION REQUIRED IF YOU WISH TO APPROVE THE RESOLUTION

Please signify your agreement to the resolution by completing your details and signing and dating the document in the boxes provided and returning it to the Company in one of the following ways:

- 3.1 by delivering your signed and dated document by hand or by post to the Company's registered office marked "For the attention of John Russell, Joint Liquidator", or
- 3.2 by scanning your signed and dated document, attaching it to an email and sending it to "JohnRussell@thepandapartnership.com"

Once you have signified your agreement to the resolution, you cannot revoke it.

4. ACTION REQUIRED IF YOU DO NOT WISH TO AGREE TO THE RESOLUTION

You do not have to do anything. Failure to respond will not be treated as agreement to the resolution.

Agreement to written resolution

We, the undersigned, being the sole shareholder entitled to vote on the above resolution, irrevocably agrees to such resolution

Name of corporate member	WATTS BLAKE BEARNE AND COMPANY LIMITED	
Name and title of authorised signatory.	MARK JAMES	
Signed by authorised person on behalf of corporate member	<i>M.C. Jones</i>	
		Dated <i>30/3/</i> 2012