# **COMPANIES ACT 2006**



COMPANIES HOUSE

# PRIVATE COMPANY LIMITED BY SHARES

#### WRITTEN RESOLUTIONS

of

# INTERNATIONAL CONSUMER RESEARCH AND TESTING LIMITED (the "Company")

### PURSUANT TO PART 13, CHAPTER 2 OF THE COMPANIES ACT 2006

Date of circulation: 25 June 2018

We, being the members of the Company who, as at the date of circulation of these Resolutions, would be entitled to attend and vote at a General Meeting of the Company, HEREBY PASS the following Resolutions as Special Resolutions and agree that such Resolutions will, for all purposes, be as valid and effective as if they had been passed by us at a General Meeting of the Company duly convened and held:

## **SPECIAL RESOLUTIONS**

1. That the issued share capital of the Company be and is hereby reduced from €536,755 to €536,531 by cancelling and extinguishing the fourteen (14) fully-paid C shares of €16.00 nominal/par value each in the capital of the Company held by the shareholders listed in the table below (which will then leave those shareholders with no shares in the Company):

No.	Name of shareholder
1.	Asociatia Pentru Protectta Consumatortilor din Romania (APC/Romania)
2.	Consumer Education and Research Centre (CERC/India)
3.	Consumer Protection Society of Alexandria (CPS/Egypt)
4.	Consumers Association of Singapore (CASE/Singapore)
5.	Consumidores Argentinos (COA/Argentina)
6.	Cotest E.V.
7.	Cyprus Consumers Association (CCA/Cyprus)
8.	Egypts Eye Society for Consumer & Environment Protection (EESCEP/Egypt)
9.	National Association of Consumer Protection (NACPH/Hungary)
10.	National Association for Consumer Protection and Promotion of Programs and Strategies
	Romania (CAR/Romania)
11.	National Consumer Forum of South Africa (NCF/South Africa)
12.	Peruvian Association of Consumers and Users (ASPEC/Peru)
13.	Test (TEST/Ukraine)
14.	Voluntary Organisation In Interest of Consumer Education (VOICE/India)

 Subject to the passing of resolution 1 above, that the amount by which the share capital of the Company is so reduced be credited to a reserve and treated as realised profit for the Company pursuant to Section 654 of the Companies Act 2006 and Article 3(2) of The Companies (Reduction of Share Capital) Order 2008.

AGREEMENT (Please read the notes overleaf before signifying your agreement to the Resolutions)

The undersigned, being those persons entitled to vote on the above Resolutions, hereby irrevocably agree to the above Resolutions.

SIGNED by Test Czeck Republic (CRT/Czech Republic)		2019
acting by a duly authorised director/officer	Date: 25 June	2018
SIGNED by Citizens Alliance for Consumer Protection of Korea (CK/Korea) acting by a duly authorised director/officer	Date:	2018
SIGNED by <b>Foundation For Consumers (FFC/Thailand)</b> acting by a duly authorised director/officer	Date:	2018
SIGNED by Consumers Union (CU/USA) acting by a duly authorised director/officer	Date: 25 June	2018
SIGNED by Forbrugerbladet Atuisoq Greenland (GFA/Greenland) acting by a duly authorised director/officer	Date:	2018
SIGNED by Consumers Association of Ireland (CAI/Ireland) acting by a duly authorised director/officer	Date:	2018
SIGNED by Associacao Brasileira Defesa Do Consumidor (PTB/Brazil) acting by a duly authorised director/officer	Date: 25 June	2018
SIGNED by <b>ZPS Zveza Potrosnikov Slovenije (ZPE/Slovenia)</b> acting by a duly authorised director/officer	Date: 25 June	2018
SIGNED by The Organisation for the Defence of Consumers and Users in Chile (ODECU/Chile) acting by a duly authorised director/officer	Date: 25 June	2018
SIGNED by Voluntary Organisation in Interest of Consumers and Education (VOICE/India) acting by a duly authorised director/officer	Date:	2018
SIGNED by The Interrepublican Confederation of Consumer Societies (KONFOP/Russia) acting by a duly authorised director/officer	Date:	2018
SIGNED by <b>Neytendasamtokin (NS/Iceland)</b> acting by a duly authorised director/officer	Date:	2018
SIGNED by Federation Romande Des Consommateurs (FRC) acting by a duly authorised director/officer	Date: 25 July	2018
SIGNED by Verein Fur Konsumenteninformation (VKI/Austria) acting by a duly authorised director/officer	Date: 25 Jane	2018
SIGNED by <b>Kuluttajavirasto (KKV/Finland)</b> acting by a duly authorised director/officer	Date:	2018

SIGNED by Rad & Ron (RR/Sweden) acting by a duly authorised director/officer	Date:	<i>y</i> 1	2018
SIGNED by Hong Kong Consumer Council (HKCC/Hong Kong) acting by a duly authorised director/officer	Date:	Thigh 25 June	2018
SIGNED by Forbrukerradet (FN/Norway) acting by a duly authorised director/officer	Date:	······································	2018
SIGNED by Forbrugerradet (FR/Denmark) acting by a duly authorised director/officer	Date:	Kimbifims 25 June	2018
SIGNED by Forbrugerstyrelsen (FS/Denmark) acting by a duly authorised director/officer	Date:	 1 · · ·	2018
SIGNED by Ocu-Ediciones SA (EDO/Spain) acting by a duly authorised director/officer	Date:	725 Ene	2018
SIGNED by Euroconsumers Servizi SRL (EAC/Italy) acting by a duly authorised director/officer	Date:	123 JAG	2018
SIGNED by <b>Deco Proteste Editores LDA (EDI/Portugal)</b> acting by a duly authorised director/officer	Date:	_ 25 June	2018
SIGNED by Consumer New Zealand (NZC/New Zealand) acting by a duly authorised director/officer	 Date:	<i>(</i> 	2018
SIGNED by Australian Consumers Association (ACA/Australia) acting by a duly authorised director/officer	Date:	25 Johne	2018
SIGNED by Which? (W/United Kingdom) acting by a duly authorised director/officer	Date:	25,500	<del>20</del> 18
SIGNED by Association Des Consommateurs Test-Achats SC (VU/Belgium) acting by a duly authorised director/officer	Date: +	2s Ine	2018
SIGNED by Union Federale Des Comsommateurs - Que Choisir (UFC/France) acting by a duly authorised director/officer	Date:	1A 23 June	2018
SIGNED by <b>Stiftung Warentest (SW/Germany)</b> acting by a duly authorised director/officer	Date:	25 Fine	2018
SIGNED by Consumentenbond (CB/Netherlands) acting by a duly authorised director/officer	Date:	125 June	2018

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Company Number: 02447570	Opi	
SIGNED by Bulgarian National Consumers Association (BNCA/Bulgaria) acting by a duly authorised director/officer	Date: 25 June	2018
SIGNED by Federation for the Protection of Consumers and Patients Rights (FEBEZ/Hungary) acting by a duly authorised director/officer	Date:	2018
SIGNED by National Consumer Forum of South Africa (NCF/South Africa) acting by a duly authorised director/officer	Date:	2018
SIGNED by <b>Pro-Test Foundation (PTF/Poland)</b> acting by a duly authorised director/officer	Date:	2018
SIGNED by Right Choice India (RCI/India) acting by a duly authorised director/officer	Date:	2018
SIGNED by <b>Protegez-Vous (PV)</b> acting by a duly authorised director/officer	Date: 25 50,00	2018
SIGNED by Stiftung Fur Konsumentenschutz (SKS) acting by a duly authorised director/officer	Date:	2018
SIGNED by Association of Conusmers in Serbia (APOS) acting by a duly authorised director/officer	Date:	2018
SIGNED by Teszt Es Piac Fogy Asztovdelmi Egyesulet (TPF) acting by a duly authorised director/officer	Date:	2018
SIGNED by <b>Tudatos Vasarlok Egyesulete (TVE)</b> acting by a duly authorised director/officer	Date: 25 Sine	
SIGNED by Shenzhen Consumer Counsil (SZCC) acting by a duly authorised director/officer	Date: / aly chi Xi	2018

# **NOTES**

- (a) You can choose to agree to the above Resolutions or not. If you agree to the Resolutions, please indicate your agreement by signing and dating this document above and returning it to the Company by hand, post or as scanned attachment to an e-mail.
- (b) If you do not agree to the Resolutions, you do not need to do anything; you will not be deemed to agree to the Resolutions if you fail to reply. However, once you have indicated your agreement to the Resolutions and returned it to the Company, you may not revoke your agreement.
- (c) Unless, by 14 days after the Circulation Date stated above, sufficient agreement has been received for the Resolutions to pass, they will lapse. Therefore, if you agree to the Resolutions, please ensure that your agreement reaches us before close of business on this date.
- (d) If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of that power of attorney or authority when returning this document to the Company.