



**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

of

**BEWLEY RECRUITMENT LIMITED** (the "Company")

4/02/

2015 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company proposes that the first resolution is passed as an ordinary resolution and the second resolution is passed as a special resolution (the "Resolutions").

**ORDINARY RESOLUTION**

- 1 IT IS HEREBY RESOLVED that all decisions made at board meetings between 4 April 2003 and 4/02/ 2015 and all actions which may have been taken as a result of the resolutions passed at such board meetings that were not quorate in accordance with the Company's articles of association adopted by special resolution dated 3 July 1997, including but not limited to any breach of Regulation 90 of Table A in the Schedule to The Companies (Tables A to F) Regulations 1985, and which the sole director of the company is satisfied do not amount to negligence, default, breach of duty or breach of trust, be and are hereby retrospectively approved and ratified

**SPECIAL RESOLUTION**

2. THAT the articles of association of the Company adopted by special resolution dated 3 July 1997 be amended by deleting the present article 12 and replacing it with the following new article 12

"Unless and until otherwise determined by the Company in general meeting, there shall be no maximum number of Directors and the minimum shall be one Any sole Director shall have authority to exercise all the powers and discretions by Table A or these Articles expressed to be vested in the Directors generally. Regulation 64 of Table A shall not apply while Regulation 89 shall be modified accordingly. The quorum for any meeting of directors shall be any two directors or, where there is only one director in office for the time being, that director and Regulation 89 of Table A shall be modified accordingly"

**AGREEMENT**

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

The undersigned, being the sole shareholder of the Company entitled to vote on the resolutions on the Circulation Date, hereby irrevocably agrees to the resolutions



Beric Leon Saward, Director,  
For and on behalf of  
JOSI LIMITED

Date..... 4/01 ..... 2015

#### NOTES

1. If you agree with the resolutions, 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's registered office at 49 Park Street, Bristol, BS1 5NT

**By Post** returning the signed copy by post to the Company's registered office at 49 Park Street, Bristol, BS1 5NT

If you do not agree to the Resolutions, 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, by the date 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Company within 28 days of the Circulation Date.

4 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