

THE COMPANIES ACT 2006

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PRIVATE COMPANY LIMITED BY SHARES

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WRITTEN RESOLUTION

of

THE UNIVERSITY OF MANCHESTER INNOVATION CENTRE LIMITED

(the "Company")

17 MARCH 2015

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a written resolution of the Company, having effect as a special resolution (the "**Resolution**") -

**SPECIAL RESOLUTIONS**

1 THAT

1 1 3,549,100 issued ordinary shares of £1 each in the capital of the Company be cancelled and extinguished

such that the share capital of the Company shall be reduced so that the issued share capital of the Company will be 50,000 ordinary shares of £1 each,

**AGREEMENT**

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

We, the undersigned, were at the time the Resolution was circulated entitled to vote on, and hereby irrevocably agree to, the Resolution -



Director

Dated 17 MARCH 2015

For and on behalf of The University of Manchester

THURSDAY



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26/03/2015

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COMPANIES HOUSE

## NOTES

- 1 You can choose to agree to all of the Resolution or none of them but you cannot agree to only some of the Resolution. If you agree to all of 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 Claire McKenzie, UMI3, Incubator Building, Grafton Street, M13 9XX
  - **Post** returning the signed copy by post to Claire McKenzie, UMI3, Incubator Building, Grafton Street, M13 9XX
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- If you do not agree to all of the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply
- 2 You must indicate your agreement to the Resolution, within the period of 15 days from the date of the solvency statement accompanying the Resolution (irrespective of the lapse date referred to in note 4)
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 4 Unless, by 31 / 3 2015, sufficient agreement has been received for the Resolution to pass, it will lapse
- 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