

COMPANY NO: 3601372

The Companies Act 2006
Company Limited by Shares

RESOLUTIONS

of

CHURCHILL KNIGHT & ASSOCIATES LIMITED

Passed the 30th September 2014

At a General Meeting of the Company duly convened and held at 1st Floor, Metropolitan House, Darkes Lane, Potters Bar, Hertfordshire EN6 1AG, the following Resolutions were duly passed as **ORDINARY AND SPECIAL RESOLUTIONS** of the Company respectively -

ORDINARY RESOLUTIONS

- 1 THAT 5 Ordinary shares of £1 each in the capital of the Company be re-designated into "A" Ordinary shares of £1 each, having the rights and restrictions as set out in the attached Articles of Association
- 2 THAT 5 Ordinary shares of £1 each in the capital of the Company be re-designated into "B" Ordinary shares of £1 each, having the rights and restrictions as set out in the attached Articles of Association

SPECIAL RESOLUTIONS

- 3 THAT the Articles of Association of the Company be amended by deleting all the provisions formerly in the Company's Memorandum of Association which, by virtue of section 28 Companies Act 2006, are treated as provisions of the Company's Articles of Association,
- 4 THAT Articles of Association produced to the meeting and initialled by the Chairman of the meeting for the purpose of identification be adopted as the new Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association

CHAIRMAN

JOHN PAYNE

