

Cambian Heritage II Limited (Company)

Written Resolution

Company number: 03898254

Circulation Date: 17 MARCH 2017.

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (Act) the directors of the Company propose that resolutions 1 and 2 are passed as ordinary resolutions (Ordinary Resolutions).

We, the undersigned, being the eligible member of the Company in accordance with section 289 of the Act agree to pass the following resolutions:

Ordinary resolution

- 1 To amend the ordinary resolution numbered (1) in the written resolutions of the Company dated 1 April 2015 (the Resolution), namely *"THAT, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £3,140, provided that this authority shall, unless renewed, varied, or revoked by the Company, expire on the date five years from the date on which this resolution is passed, except that the Company may, before such expiry, make an offer or agreement which would, or might, require shares to be allotted after the expiry of such period and the directors may allot shares in pursuance of any such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the CA 2006."*

to read **"THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £157,000, provided that this authority shall, unless renewed, varied, or revoked by the Company, expire on the date five years from the date on which this resolution is passed, except that the Company may, before such expiry, make an offer or agreement which would, or might, require shares to be allotted after the expiry of such period and the directors may allot shares in pursuance of any such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the CA 2006."

- 2 To confirm, ratify and approve all allotments of shares in the Company, and all grants of rights, by the Company, since the date of the Resolution and as contemplated by the resolution referred to above, up to the aggregate nominal amount of £157,000.

Signed:

For and on behalf of Cambian Heritage I Limited

Date: 17 MARCH 2017.

SATURDAY



R62YI3GA
RM 25/03/2017 #48
COMPANIES HOUSE

Important notes:

- 1 You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and sending the signed copy to Catherine Apthorpe, the Company Secretary of the Company by one of the following methods:
 - **By hand:** delivering the signed copy to Catherine Apthorpe, Cambian Heritage II Limited, 4th Floor, Waterfront Building, Chancellors Road, Hammersmith Embankment, London, W6 9RU.
 - **By post:** returning the signed copy by post to Catherine Apthorpe, Cambian Heritage II Limited, 4th Floor, Waterfront Building, Chancellors Road, Hammersmith Embankment, London, W6 9RU.
 - **By email:** attaching a scanned copy of the signed document and sending it to catherine.apthorpe@cambianguroup.com

By signing above, you indicate your agreement to the Resolutions. Please note that once you have indicated your agreement to the Resolutions, you may not revoke your agreement. An ordinary resolution must be passed by members representing a simple majority (ie more than 50%) of the voting rights of eligible members.

- 2 If you do not agree with the Resolutions, you do not need to do anything. If you do not reply, you will be deemed to have rejected the Resolutions.
- 3 Unless, within 28 days of 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 us before or during this date