COMPANIES ACT 2006 SPECIAL RESOLUTION

Company number 03917262

Company name NW Brown Group Ltd

The following special resolution was agreed and passed by the members on 1st March 2016

THAT the existing share capital of the Company be split into two classes of shares 1,414,325 shares of 0 009p each and 1,414,325 Ordinary 'A' shares of 0 001p each

THAT subsequently a reduction in capital of the Company be effected by the repurchase of the 1,414,325 Ordinary 'A' shares of 0 001p at par value and their cancellation following the declaration of solvency issued by the Directors of the Company

Signed

M J Tolond

Company Secretary

THURSDAY

A12

10/03/2016 COMPANIES HOUSE

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