

CATALYST CANTERBARN LIMITED

Company number 4491670

Minutes of a general meeting of the members of CATALYST CANTERBARN LIMITED (the "Company") held at 33 Cavendish Square London W1G 0PW on 11/12/13 at 10.15am

PRESENT	NAME	POSITION
	G Wilson	Director/Chairman
	J Newiss	Director
	C Christofi	Secretary
IN ATTENDANCE		
APOLOGIES FOR ABSENCE RECEIVED FROM	P Kasch	Director

The Chairman declared the meeting open

The Chairman explained that the reduction of share capital is permissible pursuant to section 641 of the Companies Act 2006, provided that it is approved by Special Resolution and is supported by a Solvency Statement

There was produced to the meeting a Solvency Statement satisfying the requirements of section 643 of the Companies Act 2006 and the Solvency Statement was made available to the shareholders when they voted on the Special Resolution and throughout the meeting

Special Resolution

That the share capital of the Company be reduced from £458,333 divided into 458,333 Ordinary Shares of £1 each which have been issued and are fully paid-up to £6,000 divided into 6,000 Ordinary Shares of £1 each
Such reduction shall be effected by

Repaying to the holders of 452,333 Ordinary paid-up share capital to the extent of £1 per share.



It was proposed by *G Wilson*, seconded by *J Newiss* and on a show of hands agreed by not less than 75% of the members (or their duly appointed proxies) who, being entitled to do so, voted at the meeting that the special resolution should be passed

There was no further business and therefore the Chairman declared that the meeting was closed at

A handwritten signature, likely of the Chairman, consisting of a stylized 'G' followed by a flourish.

Chairman

CATALYST CANTERBARN LIMITED
(Company number 4491670)

Minutes of a meeting of the board of directors of **CATALYST CANTERBARN LIMITED**
(the "Company") held at 33 Cavendish Square London W1G 0PW on 11/12/13 at 9 00am

PRESENT	NAME	POSITION
	G Wilson	Chairman
	J Newiss	Director
	C Christofi	Secretary

1 CHAIRMAN

It was resolved that G Wilson would be elected as chairman of the meeting

2 NOTICE AND QUORUM

The chairman reported that sufficient notice of the meeting had been duly given and that a quorum was present. The chairman declared that the meeting was open.

3 DECLARATIONS OF INTEREST

Each director present at the meeting disclosed in full every direct or indirect interest in the proposed arrangements that were to be considered at the meeting which they were required to disclose by section 177 of the Companies Act 2006 and the Company's articles of association.

4 BUSINESS OF THE MEETING

The chairman noted that the reduction of share capital is permissible pursuant to section 641 of the Companies Act 2006, provided that it is approved by special resolution and is supported by a solvency statement. The chairman reported that the business of the meeting was to propose to the shareholders of the Company that the share capital of the Company be reduced from £458,333 divided into 458,333 Ordinary Shares of £1 each (which have been issued and are fully paid up) to £6,000 divided into 6,000 Ordinary Shares of £1 each. Such reduction shall be effected by

Repaying to the holders of 452,333 Ordinary paid-up share capital to the extent of £1 per share

DOCUMENTS PRODUCED TO THE MEETING

The following documents were produced to the meeting

- (a) Draft Solvency Statement
- (b) Draft written special resolution of the members of the Company ("Written Resolution") which stated

That the share capital of the Company be reduced from £458,333 divided into 458,333 Ordinary Shares of £1 each (which have been issued and are fully paid up) to £6,000 divided into 6,000 Ordinary shares of £1 each
Such reduction shall be effected by

Repaying to the holders of 452,333 Ordinary paid-up share capital to the extent of £1 per share

RESOLUTIONS

After consideration of the matters referred to in section 172(1) of the Companies Act 2006, IT WAS RESOLVED to prepare the Solvency Statement and approve the draft Resolution and propose it to every eligible member of the Company in general meeting

7 ADJOURNMENT

- (a) The meeting was adjourned so that a general meeting of the company could be held and the Resolution passed.
- (b) The meeting was reconvened when the chairman reported after the events in paragraph (a) above that the Resolution had been passed in general meeting

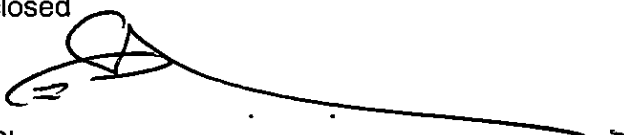
8 FILING

The chairman instructed the Company Secretary to arrange for the following to be filed at Companies House within 30 days of the passing of the Resolution

- (a) Solvency Statement
- (b) Statement of Capital (Form SH19 (Section 644 & 649))
- (c) Statement by Directors under section 644(5) Companies Act 2006
- (d) Copy of the Resolution
- (e) Fee of £10 for a standard service

9 CLOSE

There was no further business and therefore the chairman declared that the meeting was closed



Chairman