

Company Number: 04627313
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
THE SIMPLY SMART GROUP LIMITED
(the "Company")

1 January 2018
(the "Circulation Date")

We, the undersigned, being the sole eligible member of the Company who at the Circulation Date of this Resolution has the right to attend and vote at a general meeting of the Company, hereby approve the following having effect as an special resolution in accordance with Chapter 2 Part 13 of the Companies Act 2006:

SPECIAL RESOLUTION

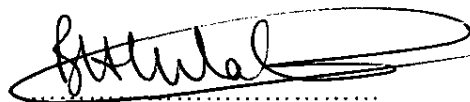
THAT the issued share capital of the Company be reduced from £3,200.49 to £1 by cancelling and extinguishing 119,949 of the issued ordinary shares of £0.01 each and 200,000 Preference Shares of £0.01 each in the Company each of which is fully paid up and the amount by which the share capital is so reduced be credited to a reserve.

AGREEMENT

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

The undersigned, being the sole eligible member entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Signed by



Director for and on behalf
of The Simply Smart Group Limited

Date: 1 January 2018

THURSDAY



A17 *A6WXAEEVW* #468
04/01/2018
COMPANIES HOUSE

NOTES

1. If you agree to 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 Barnaby Watson at Devon House, Anchor Street, Chelmsford, Essex CM2 0GD.
 - **By Post:** returning the signed copy by post to Barnaby Watson at Devon House, Anchor Street, Chelmsford, Essex CM2 0GD.
 - If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by 28 days following the Circulation Date (including the Circulation Date), sufficient agreement has been received from the required majority of eligible members for the Resolution to be passed, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us on or before this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
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.