

Company No 5556300

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

RYDON HOLDINGS LIMITED

("Company")

Written Resolution

6 March 2013
("Circulation Date")

THURSDAY



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as an ordinary resolution

ORDINARY RESOLUTION

That, subject to completion of the buy-back contract made between Paul Wright and the Company under which the Company may become obliged to purchase 83,335 A ordinary shares of £0 10 each and 774,629 B ordinary shares of £0 10 each in the capital of the Company having taken place, the directors of the Company be and are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the Company to allot 857,964 A Ordinary Shares in the capital of the Company having the rights set out in the Company's articles of association (as amended from time to time) providing that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted, or rights to be granted and the directors may allot shares (or grant rights) in pursuance of such offer or agreement as if the authority conferred in this resolution had not expired, so that all previous authorities of the Directors pursuant to section 80 of the Companies Act 1985 be and are hereby revoked

AGREEMENT

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

We, being a member of the Company entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agree to the resolution

Signed by Robert Bond

Date

Signed by John Kitchen

Date



Claire L Le Brocq
Alternate Director

Signed for and on behalf of

**Cavendish Square Partners Limited Partnership, acting by its general partner
Cavendish Square Partners (General Partner) Limited**

Date *6 March 2013*

Signed for and on behalf of

BoS Edinburgh No 1 Limited

Date

NOTES:

- 1 If you agree with the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company in one of the following ways
 - **By Hand:** by delivering the signed copy to Robert Bond
 - **By Post:** by returning the signed copy by post to Robert Bond, Rydon Holdings Limited, Rydon House, Forest Row, East Sussex RH18 5DW
 - **By Email:** by attaching a scanned copy of the signed document to an email and sending it to bob_tanglewood@yahoo.co.ukIf you do not agree to the resolution, you do not need to do anything. You will not be deemed to agree to the resolution if you fail to reply.
- 2 If you agree with the resolution, please ensure that your agreement reaches us on or before the date which is 28 days from and including the Circulation Date set out above (the "End Date"). If your agreement reaches us after the end date, it will be ineffective. Further, unless by the End Date sufficient agreement has been received for this resolution to pass, it will lapse.
- 3 Note that, once you have indicated your agreement to the resolution, you may not revoke it.

Company No 5556300

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

RYDON HOLDINGS LIMITED

("Company")

Written Resolution

6 March 2013
("Circulation Date")

THURSDAY

A06

11/04/2013
COMPANIES HOUSE

#210

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as an ordinary resolution

ORDINARY RESOLUTION

That, subject to completion of the buy-back contract made between Paul Wright and the Company under which the Company may become obliged to purchase 83,335 A ordinary shares of £0.10 each and 774,629 B ordinary shares of £0.10 each in the capital of the Company having taken place, the directors of the Company be and are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the Company to allot 857,964 A Ordinary Shares in the capital of the Company having the rights set out in the Company's articles of association (as amended from time to time) providing that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted, or rights to be granted and the directors may allot shares (or grant rights) in pursuance of such offer or agreement as if the authority conferred in this resolution had not expired, so that all previous authorities of the Directors pursuant to section 80 of the Companies Act 1985 be and are hereby revoked.

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We, being a member of the Company entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agree to the resolution

Signed by Robert Bond

Date


Signed by John Kitchin

Date

Signed for and on behalf of

**Cavendish Square Partners Limited Partnership, acting by its general partner
Cavendish Square Partners (General Partner) Limited**

Date


Signed for and on behalf of
BoS Edinburgh No 1 Limited

Date 6 March 2013

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**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

RYDON HOLDINGS LIMITED

("Company")

Written Resolution

6 March 2013
("Circulation Date")

THURSDAY

A06

11/04/2013
COMPANIES HOUSE

#211

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as an ordinary resolution

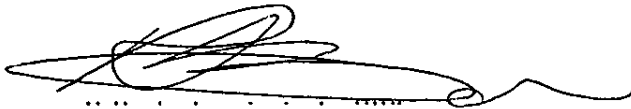
ORDINARY RESOLUTION

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Signed by Robert Bond

Date 6 March 2013

Signed by John Kitchin

Date



Claire L Le Brocq
Alternate Director

Signed for and on behalf of

**Cavendish Square Partners Limited Partnership, acting by its general partner
Cavendish Square Partners (General Partner) Limited**

Date

Signed for and on behalf of

BoS Edinburgh No 1 Limited

Date.

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Company No 5556300

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RYDON HOLDINGS LIMITED

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Written Resolution

**6 March 2013
("Circulation Date")**

THURSDAY

A06

11/04/2013
COMPANIES HOUSE

#202

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as an ordinary resolution

ORDINARY RESOLUTION

That, subject to completion of the buy-back contract made between Paul Wright and the Company under which the Company may become obliged to purchase 83,335 A ordinary shares of £0.10 each and 774,629 B ordinary shares of £0.10 each in the capital of the Company having taken place, the directors of the Company be and are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the Company to allot 857,964 A Ordinary Shares in the capital of the Company having the rights set out in the Company's articles of association (as amended from time to time) providing that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted, or rights to be granted and the directors may allot shares (or grant rights) in pursuance of such offer or agreement as if the authority conferred in this resolution had not expired, so that all previous authorities of the Directors pursuant to section 80 of the Companies Act 1985 be and are hereby revoked

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Signed by John Kitchin

Date 6 March 2013

Signed for and on behalf of

**Cavendish Square Partners Limited Partnership, acting by its general partner
Cavendish Square Partners (General Partner) Limited**

Date

Signed for and on behalf of

BoS Edinburgh No 1 Limited

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