

Company Number: 5960495

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
MORRIS UNITED LIMITED (the "Company")**

Circulation date 7 September 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution (the "**Resolution**") is passed as a special resolution of the members of the Company

SPECIAL RESOLUTION

THAT:



1. The share capital of the Company be reduced from £2,854,883, currently comprising three ordinary shares of £1 each, 1,008,973 A ordinary shares of £1 each and 1,845,907 B ordinary shares of £1 each (all of which have previously been issued and fully paid) to £5 divided into three ordinary shares of £1 each, one ordinary A share of £1 and one B ordinary share of £1 and that such reduction be effected by crediting the sums of £1,012,543 and £2,178,904 to two newly designated reserves styled as the A ordinary share reserve and the B ordinary share reserve respectively

We hereby agree to the Resolution

Signed

 
Compound Management (UK) Trustees Limited
(as trustee of the Wellington Investments Trust)

Signed

 
Compound Management (UK) Trustees Limited
(as trustee of the Beaufort Investments Trust)

Signed


For and on behalf of Parkhead Capital Limited

Signed


For and on behalf of Devonshire Place Investments Limited

Date of signature

Notes

If not passed before 22nd September 2016, the Resolution will lapse To agree to the Resolution, please sign and date it and return it so as to arrive before 22nd September 2016 by hand or by post to

Morris United Limited

FAO Andrew Bradshaw/Gurjot Mohan

3rd Floor

Watson House

54 Baker Street

London

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