

MEMBERS WRITTEN RESOLUTION

**PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006**

SPECIAL RESOLUTION

(in accordance with section 283 of the Companies Act 2006)

The undersigned, being the sole member of the Company, has noted the Solvency Statement made by the Company's director's on 26 April 2018, and HEREBY RESOLVES THAT:

Pursuant to section 641(1)(a) of the Companies Act 2006, the share capital of the Company be reduced from 100 shares of £1.00 each to 1 share of £1.00, by cancelling and extinguishing 99 of the issued Ordinary shares of £1.00 in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be repaid to the holder of those shares.

Pursuant to the reduction in share capital, the sole member of the Company notes the dormancy of the Company and the intention to strike off the Company, once the Reduction of Capital has been enacted.

Signed:



For and on behalf of Centric Group Holdings Limited

Sole Member of the Company

Steve Pateman



INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) OF THE COMPANIES ACT 2006

1. Eligible members are the members who would have been entitled to vote on the resolutions on the circulation date of the written resolutions.
2. The circulation date of the written resolution is 26 April 2018 (the "Circulation Date").
3. The procedure for signifying agreement by the eligible member to written resolutions is as follows:
 - (A) A member signifies its agreement to proposed written resolutions when the Company receives from it (or someone with the authority to act on its behalf) a duly signed copy of the written resolution as displayed on page 1 of this document, circulated to the member in hard copy form or in electronic form.
 - (B) The document must be sent to the Company in hard copy form or in electronic form.
 - (C) A member's agreement to written resolutions, once signified, may not be revoked.
 - (D) Written resolutions are passed when the required majority of eligible members have signified their agreement to them.
4. The period for agreeing to the written resolutions is the period of 15 calendar days beginning with the Circulation Date the deadline being 5pm on 17 May 2018.

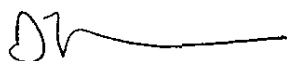
AGREEMENT BY ELIGIBLE MEMBER(S) TO WRITTEN RESOLUTIONS

In signing this written resolution, we being the sole member of the Company:

1. confirm that we have received a copy of the above written resolutions in accordance with section 291 of the Companies Act 2006; and
2. hereby resolve and agree that the above resolutions are passed as written resolutions pursuant to section 288 of the Companies Act 2006 and that the resolutions shall take effect as special resolutions.

For and on behalf of

Centric Group Finance 2 Limited



.....
Daniel Rushbrook - Company Secretary

26 April 2018