

Company number 07562791

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

TJW CONTRACT SOLUTIONS LIMITED (**Company**)

15th September 2014

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that

Resolutions 1 and 2 below are passed as special resolutions (**Special Resolutions**)

SPECIAL RESOLUTIONS

- 1 THAT the Articles of Association of the Company be amended by deleting Article 29 2, 29 3 and 29 4
- 2 THAT the Articles of Association of the Company be amended by deleting the present Article 30 and replacing it with the following new Article 30

30 Class Rights

30 1 The shares in the share capital of the Company shall be either

30 1 1 Ordinary Shares of £1 each, or

30 1 2 Ordinary B Shares of £0 10 each

30 2 The Ordinary Shares and the Ordinary B Shares constitute separate classes of shares which shall have and enjoy the following rights and be subject to the following restrictions

Income

As regards income, all distributions by the Company (as defined in the Companies Act 2006) may be distributed and paid between the Ordinary Shares and the Ordinary B Shares as the directors shall in their discretion decide and the directors may declare (or recommend as the case may be) a dividend on one class of shares but not the other class and the directors may declare (or recommend as the case may be) a different level of dividend on each class of share. A dividend declared for each class of share shall be paid between the

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shares in each class in the proportion to which those shares bear to the total number of shares in issue in that class from time to time

Capital

On a return of capital or liquidation or otherwise, the surplus assets of the Company remaining after payment of its liabilities shall be belong to and be distributed amongst the holders of the Ordinary Shares only in the proportion to the amounts paid upon the shares (excluding any premium) and the holders of the Ordinary B Shares shall have no rights to receive payments on a return of capital or liquidation or otherwise

Voting

As regards voting

30 2 1 the Ordinary Shares shall entitle the holders thereof to receive notice of, to attend and to vote at all general meetings of the Company,

30 2 2 the Ordinary B Shares shall not entitle the holders thereof to receive notice of, to attend and to vote at any general meeting of the Company

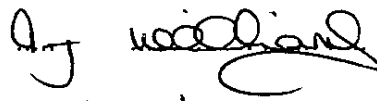
AGREEMENT

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

The undersigned, being persons entitled to vote on the above resolutions on 15th September 2014 hereby irrevocably agrees to the Special Resolutions


Signed by TRACEY WILLIAMS

Date


15/9/14

Signed by KARL WILLIAMS

Date


15/9/14

NOTES

1 You can choose to agree to all of the Special Resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods

By hand delivering the signed copy to Caroline Lindon-Morris at Clifton Ingram LLP, 22-24 Broad Street, Wokingham, Berkshire, RG40 1BA

Post returning the signed copy by post to Caroline Lindon-Morris at Clifton Ingram LLP, 22-24 Broad Street, Wokingham, Berkshire, RG40 1BA

Fax faxing the signed copy to 01189 771122 marked "For the attention of Caroline Lindon-Morris"

E-mail by attaching a scanned copy of the signed document to an e-mail and sending it to clindonmorris@cliftoningram.co.uk. Please type "Written resolutions dated 15th September 2014" in the e-mail subject box

If you do not agree to all of the resolutions, 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 resolutions, you may not revoke your agreement

3 Unless, by 13th October 2014, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during 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