

PRINT OF RESOLUTION FOR FILING AT COMPANIES HOUSE

Company Number 08395040

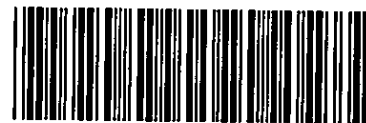
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

VEHICLE TRADING GROUP LIMITED (the "Company")

FRIDAY



A16

A50L25SP

12/02/2016

#4

COMPANIES HOUSE

passed on *5 FEBRUARY* 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolutions are passed as ordinary resolutions (the "Resolutions")

ORDINARY RESOLUTIONS

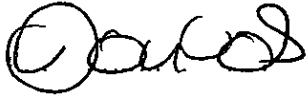
1 THAT

- a 226 B ordinary shares of £1 00 each held by Maurice Dibbs, Catherine Lindo, Manoj Parmar, John Voss and Andrew Hubbard be redesignated to 226 A ordinary shares of £1 00 each and the 2 ordinary shares of £1 00 each held by John Voss and Andrew Hubbard be redesignated to 2 A ordinary shares of £1 00 each having the rights set out in the Company's articles of association,

so that the issued share capital of the Company shall be £1,200 comprising 1,200 A ordinary shares of £1 each

- 2 THAT the entire issued share capital of the Company be sub-divided from 1,200 A ordinary shares of £1 00 each to 12,000 A ordinary shares of £0 10 each,
- 3 THAT in accordance with section 551 of the Companies Act 2006 (CA 2006), the directors of the Company (Directors) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (Rights) up to an aggregate nominal amount of £467 60 provided 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 notwithstanding that the authority conferred by this resolution has expired This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities
- 4 THAT, subject to the passing of resolution 3 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 3 as if section 561(1) of the CA 2006 and any rights of pre-emption in the Company's Articles of Association or otherwise did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £467 60, and expire on the fifth anniversary of the date of this Resolution (unless renewed, varied or revoked by the Company prior to or on that date)[, save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity

securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired

A handwritten signature in black ink, appearing to be "C. J. [unclear]", written in a cursive style.

Director