

**Written Resolution of Dawson & Marsh Holdings Ltd  
(Company Number 08693909)**

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

We, the undersigned members of the Company, being the members who at the date hereof would be entitled to attend and vote at a General Meeting of the Company, resolve as set out below, such resolutions to take effect as special resolutions:-

**SPECIAL RESOLUTIONS**

1) That the company's issued share capital of 100 Ordinary A Shares of £1 each and 100 Ordinary B Shares of £1 each, be converted and sub-divided into the following:

Ordinary "A" shares of £1 each	51
Ordinary "B" shares of £1 each	51
Ordinary "C" shares of £1 each	49
Ordinary "D" shares of £1 each	49
<b>Total issued</b>	<b>200</b>

2) That the 100 Ordinary £1 A Shares and 100 Ordinary £1 B Shares already in issue be re-classed as follows:

Mark Dawson	
Ordinary "A" shares of £1	51

Andrew Marsh	
Ordinary "B" shares of £1	51

Maliha Dawson	
Ordinary "C" shares of £1	49

Donna Marsh	
Ordinary "D" shares of £1	49

<b>Total shares issued</b>	<b>200</b>
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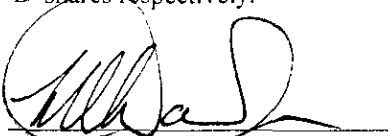
3) That paragraph 5 of the Company's Memorandum of Association be and is hereby amended so as to read as follows:

(5)(a) The shares of the company shall be issued either as 'A', 'B', 'C' or 'D' shares. The company shall not have in issue at any time more than the following numbers of shares in total:

5,000 'A' Shares of £1.00 each,  
5,000 'B' Shares of £1.00 each,  
5,000 'C' Shares of £1.00 each, and  
5,000 'D' Shares of £1.00 each.

(b) The shares of the company comprised in the classes mentioned in paragraph 5(a) of this article shall rank pari passu in all respects subject to the rights and restrictions set out in (c) below.

(c) The profits of the company which are resolved to be divided amongst the members in any year shall be applied in paying to the holders of the 'A', 'B', 'C' and 'D' shares respectively dividends at such respective rates (if any) as the company in general meeting shall determine and so that a dividend or dividends may be declared on one of those classes of shares to the exclusion of the others and may pay interim dividends at different rates on the 'A', 'B', 'C' and 'D' shares respectively.

  
Mark Dawson

MONDAY




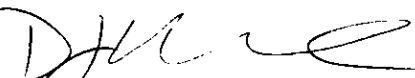
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29/04/2019

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COMPANIES HOUSE

  
\_\_\_\_\_  
Andrew Marsh  
\_\_\_\_\_  
Maliha Dawson  
\_\_\_\_\_  
Donna Marsh

31st day of March 2019