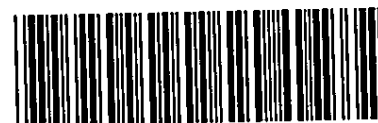


THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
SYKES COTTAGES HOLDINGS LIMITED
(Company)

THURSDAY



A21 *A5HHK5JP* 13/10/2016 #275
COMPANIES HOUSE

Pursuant to section 288 of the Companies Act 2006 (CA 2006) we, the undersigned, being eligible members (as defined by section 289 CA 2006) of the Company for this purpose representing at least a simple majority of the total voting rights of all such eligible members, signify our agreement to and pass the following written resolution as an ordinary resolution of the Company

ORDINARY RESOLUTION

THAT the terms of the contract proposed to be made between (1) the Company and (2) Nicholas Magoolagan for the purchase by the Company of 1,000 D ordinary shares of £0.01 each in the capital of the Company for a total consideration of £100 as detailed in the contract set out in the schedule hereto (**Purchase Contract**) be approved and the Company be authorised to enter into the Purchase Contract

Signed by **FIS Nominee Limited** in their capacity as Holding Nominee for Living Bridge 5 Co-Invest LP

Date 1 September 2016

Signed by **Miles Geoffrey Hill (AS Attorney)**

Date 1 September 2016

Signed by **Lynne Joyce Teasdale (AS Attorney)**

Date 1 September 2016

Signed by **FIS Nominee Limited** in their capacity as Holding Nominee for Living Bridge 5 LP

Date 1 September 2016

Signed by **Clive Peter Sykes (AS Attorney)**

Date 1 September 2016

Signed by **Paul John Thomas Gilbert (AS Attorney)**

Date 1 September 2016



Signed by Laurence Marlor

Date 1 September 2016



Signed by Michael Charles Ravis

Date 1 September 2016



Signed by Tom Lowes (As Attorney)

Date 1 September 2016.

EXPLANATORY STATEMENT

(This explanatory statement is not part of any proposed written resolution)

- 1 This document is proposed by the board of directors of the Company
- 2 This document is sent to eligible members on _____ (the **Circulation Date**)
- 3 "**Eligible members**" are the members who are entitled to vote on the resolution on the Circulation Date
- 4 If you wish to signify agreement to this document, please follow the procedure below
 - (a) you (or someone acting on your behalf) must sign, print your name beneath your signature (if it is not already printed) and date this document
 - (b) if someone else is signing this document on your behalf under a power of attorney or other authority, please send a certified copy of the relevant power of attorney or authority when returning this document
 - (c) please return the document to the Company marked "for the attention of the Directors" or hand it to any director of the Company in person
- 5 Please note that it is not possible to withdraw your consent once this document, signed by you or on your behalf, has been duly received
- 6 To be valid, this document must be received no later than the end of the period of 28 days beginning on the Circulation Date, otherwise it will lapse
- 7 Unless by that deadline this document has been received duly signed from at least the relevant threshold of eligible members, the proposed written resolution will lapse. The relevant threshold to pass an ordinary resolution is members holding over half the total votes in the Company
- 8 This document may be executed in multiple copies. Each member may sign his or her own separate copy, or two or more members may sign the same copy, as convenient

Company No. 09346246

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
SYKES COTTAGES HOLDINGS LIMITED
(Company)

On *1 September 2016* the following ordinary resolution was duly passed as a written resolution of the Company pursuant to section 288 of the Companies Act 2006

ORDINARY RESOLUTION

THAT the terms of the contract proposed to be made between (1) the Company and (2) Nicholas Magoolagan for the purchase by the Company of 1,00 D ordinary shares of £0.01 each in the capital of the Company for a total consideration of £100 as detailed in the contract set out in the schedule hereto (**Purchase Contract**) be approved and the Company be authorised to enter into the Purchase Contract

Michael S Graham
Director