

Company number 09473766

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN CLASS RESOLUTION of holders of B Ordinary Shares

of

INDEPENDENCE MARKET LIMITED (Company)

28th February 2017

TUESDAY



A11 *A644F9QB* 11/04/2017 #257
COMPANIES HOUSE

Pursuant Section 288 of the Companies Act 2006, the directors of the Company propose that the following resolution should be passed as a special resolution of the holders of the B Ordinary Shares of the Company as a class (**Resolution**).

SPECIAL RESOLUTION

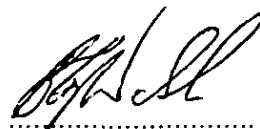
THAT pursuant to Article 2 of the Company's Articles of Association, and subject to an equivalent resolution being passed by the holders of the A Ordinary Shareholders of the Company as a class, on the sale of a Controlling Interest or on a distribution of capital on a winding up of the Company, the holders of the A Ordinary Shares shall be entitled to share in 18.8% in total of the proceeds of sale or the amount of the distribution, pro rata to their respective holdings of A Ordinary Shares, and the holders of the B Ordinary Shares shall be entitled to share in 81.2% in total of such proceeds of sale or the amount of the distribution, pro rata to their respective holdings of B Ordinary Shares. This allocation shall be in substitution for any previously-resolved allocation.

AGREEMENT


[Please read the notes at the end of this document before signifying your agreement to the Resolution.]

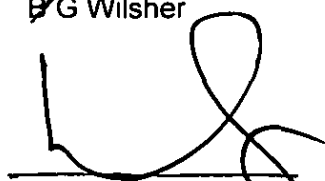
The undersigned, being persons entitled to vote on the Resolution on 28th February 2017 and the holders of more than 75% of the issued B Ordinary Shares of the Company, hereby irrevocably agree to the Resolution:

Signed
by


B G Wilsher


R Hocking


A H Williams


L. LOXLEY

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to Jacqui Box, 27 Barncroft Drive, Hempstead, Kent ME7 3TJ. You may not return the Resolution to the Company by any other method. If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.

3. Unless, by 31st March 2017, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.