

Company No. 10003029

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**of**

**PEREGRINE LAW LIMITED**  
(the **Company**)

Circulation Date 1 October 2016

THURSDAY



RM 17/11/2016 #7  
COMPANIES HOUSE

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 (the **Resolutions**)

**SPECIAL RESOLUTIONS**

- 1 That the issued share capital of the Company of £200 made up of 200 Ordinary Shares of £1 00 each be varied by the re-designation of the 100 Ordinary Shares of £1 00 each held by James Walmsley as 100 A Ordinary Shares of £1 00 each and by the re-designation of the 100 Ordinary Shares of £1 00 each held by Nigel Clark as 100 B Ordinary Shares of £1 00 each having the rights and being subject to the restrictions set out in the Articles of Association of the Company
- 2 That, subject to the passing of Resolution 1 above, the Articles of Association of the Company be amended as follows
  - (a) By the deletion of the existing Article 28 and the insertion of a new Article 28 as follows

*"28 Share Classes*

*The Share Classes and their respective rights shall be as follows*

*A ORDINARY SHARES AND B ORDINARY SHARES*

*The A Ordinary Shares and the B Ordinary Shares have attached to them full voting dividend and capital distribution (including on winding-up) rights, they do not confer on them any rights of redemption "*
  - (b) By the deletion of the existing Article 55 4 and the insertion of a new Article 55 4 as follows

*"55 4 Any profits available for distribution within the meaning of part 23 of the CA 2006 which the Company may determine to distribute will be distributed among the holders of the A Ordinary Shares and the B Ordinary Shares in such proportions as the Directors in their absolute discretion shall determine "*

## AGREEMENT

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

The undersigned, the sole person entitled to vote on the above resolutions on 1 October 2016, hereby irrevocably agrees to the Resolutions

Signed by JAMES WALMSLEY



Date 01.10. 2016

Signed by NIGEL CLARK



Date 01/10/2016

## NOTES

- 1 *You can choose to agree to all of the 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 the following method*
  - **By Hand** address to the Directors, Peregrine Law Limited, Amadeus House, 27b Floral Street, London WC2E 9DP
- 2 *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*
- 3 *Once you have indicated your agreement to the Resolutions, you may not revoke your agreement*
- 4 *Unless, by the date falling 28 days after the Circulation Date, 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*