

TUESDAY



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L79WU30G
10/07/2018
COMPANIES HOUSE

#25

COPY RESOLUTION TO BE FILED AT COMPANIES HOUSE

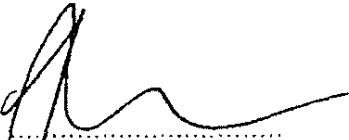
COMPANY NUMBER: 10103866

SIMPLY BUSINESS GROUP LTD
(the "Company")

SPECIAL RESOLUTION PASSED BY WRITTEN RESOLUTION OF THE COMPANY

The following special resolution was duly passed on 10 July 2018 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006:

"**THAT** the Company's share capital (including all amounts standing in the share premium account) be reduced by £145,444,216.40 (the "**Reduction Amount**") such that there shall only be one ordinary share of £1.00 in the share capital of the Company, with the Reduction Amount being credited to the Company's profit and loss account as a distributable reserve for the purposes of Part 23 of the CA 2006 immediately upon registration of the reduction by the Registrar of Companies for England and Wales (the "**Reduction**")."


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Director