

THE COMPANIES ACT 2006
WRITTEN SPECIAL RESOLUTIONS

of

PENCHARD (HOLDINGS) LTD

COMPANY NUMBER 10149709 (Company)

(Passed 24 September 2018)

Circulation Date: 24 September 2018

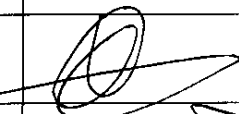
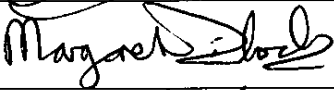
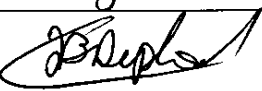
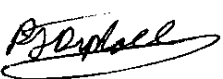
The directors of the Company propose that the following Resolution is passed as a special resolution in accordance with Chapter 2 of Part 13 of the Companies Act 2006 ("**Resolution**"):

1. THAT, the issued share capital of the Company be reduced from £450,100 to £100 by cancelling and extinguishing all of the 450,000 Redeemable shares of £1 each in the capital of the Company and the amount by which the share capital is so reduced be repaid to the holders of those Redeemable shares.

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, hereby irrevocably agree to the Resolution.

Name	Signature	Date
BRYCE JAMES DIPLOCK		24 September 2018
MARGARET RUTH DIPLOCK		24 September 2018
JONATHAN BERNARD DIPLOCK		24 September 2018
REUBEN DIPLOCK		24 September 2018

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. 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.

TUESDAY



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COMPANIES HOUSE

3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless, by 28 days from the date of circulation of the resolution, 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 this date.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
6. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.