

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

MEDERCO (RICHMOND ROAD) LIMITED
("the Company")

(circulated on 23rd NOVEMBER 2017)
("the Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the director of the Company proposes that resolutions 1 and 2 below be passed as special resolutions (together "**the Special Resolutions**").



SPECIAL RESOLUTIONS

- 1 **THAT** the Articles of Association, a copy of which is attached to the Written Resolution be adopted as the Articles of Association of the Company to the exclusion of and in substitution for the Company's existing Articles of Association.
- 2 **THAT** the following re-designations of shares takes place:
 - (a) the 50 ordinary shares of £1.00 each in the capital of the Company held by Stewart Day be re-designated as 50 'A' ordinary shares of £1.00 each in the capital of the Company; and
 - (b) the 50 ordinary shares of £1.00 each in the capital of the Company held by Rapid Finance Limited be re-designated as 50 'B' ordinary shares of £1.00 each in the capital of the Company.

AGREEMENT

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

The undersigned, a person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the Special Resolutions:

Signed by Stewart Paul
Day

Date

23/11/17

WEDNESDAY



A36 *A6K7Z6FT* #52
29/11/2017
COMPANIES HOUSE

NOTES

1. You can choose to agree to the all of the resolutions (comprising the Special 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 one of the following methods:
 - 1.1 **By Hand:** delivering the signed copy marked for the attention of the company director to Suite 40, Manor Court, Salesbury Hall Road, Ribchester, Preston PR3 3XR (**"the Company Registered Office"**)
 - 1.2 **Post:** returning the signed copy by post to the company directors at the Company Registered Office.

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.
2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless, within 28 days of the date of circulation of the resolutions, 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.
4. 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.
5. 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.