

Company Number: SC149799

THE COMPANIES ACT 2006

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PUBLIC LIMITED COMPANY

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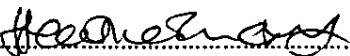
**SPECIAL RESOLUTION OF URBAN&CIVIC PLC  
("the Company")**

**Passed on 10 February 2016**

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At the Annual General Meeting of the Company, duly convened and held at The Royal Institution of Great Britain, 21 Albemarle Street, London W1S 4BS at 10.00 a.m. the following special resolution was passed:

IT WAS RESOLVED THAT THAT the Company is authorised to call any general meeting of the Company other than the Annual General Meeting by notice of at least 14 clear days during the period beginning on the date of the passing of this resolution and ending on the conclusion of the next Annual General Meeting of the Company.

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**HEATHER WILLIAMS - COMPANY SECRETARY**  
**10 FEBRUARY 2016**



SCT      \*S50MEPVT\*      #18  
12/02/2016  
COMPANIES HOUSE