Company Number: SC149799



PUBLIC LIMITED COMPANY

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

Passed on 15 February 2017

At the Annual General Meeting of the Company, duly convened and held at The Savile Club, 69 Brook Street, London W1K 4ER on 15 February 2017 at 10.00 a.m. the following special resolution was passed:

IT WAS RESOLVED 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. The Chairman put the resolution to the Meeting and declared it carried on a show of hands.

Hearen of.

HEATHER WILLIAMS - COMPANY SECRETARY

15 FEBRUARY 2017

