

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION of
MCBAINS COOPER (SCOTLAND) LIMITED ('Company')
Company Number: SC187484

Circulation Date: 24 MAY. 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ('Act'), the directors of the Company propose that the following resolution is passed as a special resolution ('Resolution').

SPECIAL RESOLUTION

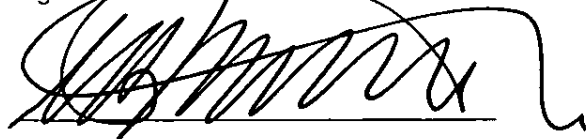
Reduction of Capital

That the capital of the Company be reduced from £85,700 to £1 by the cancellation of 706 ordinary shares of £1 each held by McBains Cooper Consulting Limited and the cancellation of the entire share premium account of £84,993.

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on the circulation date, hereby irrevocably agrees to the Resolution:



Signed for and on behalf of
McBains Cooper Consulting Limited

24 May 2016

Date of signature

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version by using one of the following delivery methods:
 - a. **By hand or by post:** delivering the signed copy to Simons Muirhead and Burton, 8-9 Frith Street, London, W1D 3JB.
 - b. **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending to ara.iskanderian@smab.co.uk.
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.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless, by a date that is 28 days after the circulation date, 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 or during this date.

SATURDAY



SCT 04/06/2016 #175
COMPANIES HOUSE