

Company Number SC230602

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

HUNTER HAYES LIMITED (the "Company")

The following resolutions were duly passed as an ordinary resolution and a special resolution on 03 / 08 / 2014 by way of a written resolution under Chapter 2 of Part 13 of the Companies Act 2006:

ORDINARY RESOLUTION

1 SUB-DIVISION

THAT, the 1 ordinary share of £1.00 in the issued share capital of the Company currently registered in the name of William Michael Howell be sub-divided into 100 ordinary shares of £0.01 each (bringing the total number of issued shares to 100 ordinary shares of £0.01), such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the original ordinary shares of £1.00 each in the capital of the Company as set out in the Company's articles of association for the time being.

2 AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the director of the Company (**Director**) is generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £99 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of this resolution and the Director may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Director in accordance with section 551 of the CA 2006 but without prejudice to any allotment of shares or grant of rights already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTION

3 DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, in accordance with section 569 of the Companies Act 2006 (**CA 2006**), the director of the Company be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) as if section 561 of the CA 2006 did not apply to any such allotment.

CERTIFIED A TRUE COPY



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11/10/2014

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