

Company No. SC247082

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
WALLACES EXPRESS LIMITED
("the Company")

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

RESOLUTION

"THAT the articles of association of the Company be and are hereby altered by the insertion at the end of Article 18 the following additional sentence:

"For the avoidance of doubt, notwithstanding the provisions of Articles 17 and 19 to 22 (inclusive), any transfer of shares in the Company shall be permitted with the prior written consent of all of the Shareholders for the timebeing of the Company, and any such transfer may be effected and approved without the need to comply with the terms of Articles 19 to 22 (inclusive)."

AGREEMENT

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

We, the undersigned, being all eligible members of the Company entitled to vote on the Resolution on
31 AUGUST 2011, hereby irrevocably agree to the Resolution as indicated above:

.....
David S Cosh

.....
31/08/11
Date

.....
Christopher Cosh

.....
31/08/11
Date

Signed on behalf of the D S Cosh Trust as follows:

.....
Brian James Calder
as trustee of the D S Cosh Trust

.....
31/08/11
Date

SATURDAY



SCT

SRKSSXFZ

10/09/2011

COMPANIES HOUSE

189

Heather Jane Calder

Heather Jane Calder
as trustee of the D S Cosh Trust

31 / 08 / 11

Date

NOTES

- 1 If you agree with the Resolution, please indicate your agreement to it by signing and dating this document where indicated above, and return it to the Company.
- 2 Once you have indicated your agreement to the Resolution, you may not change your mind and revoke your agreement.
- 3 In order for the Resolution to be passed, sufficient agreement must have been received by the Company by **28 SEPTEMBER** 2011. If sufficient agreement has not been received by that date then the Resolution will lapse. If you do agree to the Resolution, please return this document to the Company as quickly as possible and do ensure your agreement reaches us before or during that date.
- 4 If you are signing this document on behalf of a member of the Company under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.