

Number of Company: 06410274

PRIVATE COMPANY LIMITED BY SHARES

NOTICE OF WRITTEN RESOLUTIONS OF

VISION FOSTERING AGENCY LIMITED  
(the "Company")

passed on 18 MAY 2018

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions were duly passed as special resolutions of the Company:

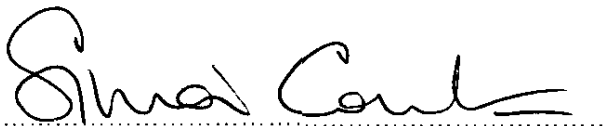
**Special Resolutions**

" **THAT** the articles of association of the Company be amended by the insertion of the following new article 9.2 and the existing article 9 be renumbered as 9.1:-

9.2 Notwithstanding anything contained in these Articles or in the applicable regulations of Table A as amended by the Articles, the directors shall not decline to register any transfer of shares, nor may they suspend registration thereof where such transfer:

- is to any bank or institution to which such shares have been charged by way of security, or to any nominee of such a bank or institution (a **Secured Institution**);
- is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares; or
- is executed by a Secured Institution or its nominee pursuant to the power of sale or other power under such security
- and furthermore notwithstanding anything to the contrary contained in these Articles or in the applicable regulations of Table A as amended by the Articles, no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee and no Secured Institution or its nominee shall be required to provide any prior written notice to the Company or to offer the shares which are or are to be the subject of any such transfer to the shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under the Articles or otherwise to require such shares to be transferred to them whether for consideration or not.

The Company shall have no lien on any shares which have been charged by way of security to a Secured Institution and the provisions of Regulation 8 of Table A relating to liens over shares shall not apply in respect of any such shares."



Director

WEDNESDAY



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COMPANIES HOUSE