

Company number 07703730

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**RAPIER STAR LIMITED**

(the "Company")

Circulation Date: 20<sup>th</sup> March 2017

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 (the "**Resolution**").

**SPECIAL RESOLUTION**

**THAT** the Articles of Association of the Company are amended as follows:

1. The following article be incorporated in the Articles of Association of the Company as Article 5.4:

"For so long as David Furness is a director of the Company:

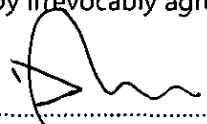
- (a) the quorum for the transaction of business at a meeting of the directors must include David Furness; and
- (b) David Furness shall have such number of votes at any meeting of directors or in relation to a written resolution of the directors as shall equal the number of directors present (excluding David Furness) plus one.

Articles 5 shall be amended accordingly."

**AGREEMENT**

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

The undersigned, being the persons entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

  
.....  
David John Furness  
Duly authorised for and on behalf of  
Rapiere Star Holdings Limited

Date 20 / 3 / 2017





## NOTES:

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to the Company's registered office address at Star Business Park, Congleton Road, Macclesfield, Cheshire SK11 9JA.
- **Post:** returning the signed copy by post to the Company's registered office address at Star Business Park, Congleton Road, Macclesfield, Cheshire SK11 9JA.

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.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.