

Company number 08140312

**THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES  
LONDON CAPITAL & FINANCE LIMITED (the "Company")**

Company register office Wellington Gate, 7-9 Church Road, Tunbridge Wells, Kent, TN1 1HT

**WRITTEN RESOLUTION OF THE MEMBER**

**CIRCULATION DATE:** *9 November 2015* (the "Circulation Date")

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that

Resolutions 1, 2 and 3 below are passed as special resolutions (together the "Special Resolutions")

**SPECIAL RESOLUTIONS**

- 1 **THAT** the Company be re-registered as a public company under the Companies Act 2006 by the name of **LONDON CAPITAL & FINANCE PLC**
- 2 **THAT** new articles of association of the Company in the form of the printed document annexed to this resolution be adopted as the articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association of the Company
- 3 **THAT** the name of the Company be changed to **LONDON CAPITAL & FINANCE PLC**

**AGREEMENT TO THE RESOLUTIONS**

Please read the notes below before signifying your agreement to Special Resolutions

The undersigned, being a sole member of the Company and entitled to vote on the above resolutions on the Circulation Date, hereby agrees to the above Special Resolutions

Signed

  
Michael Andrew Thomson

Date

*9/11/15*

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WEDNESDAY



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11/11/2015

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COMPANIES HOUSE



#### NOTES

- 1 If you agree to all of the resolutions, 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
  - **post:** returning the signed copy by post to the Company's registered office

You can choose to agree to all of the Special Resolutions or none of them but you cannot agree to only some of the resolutions. If you do not agree to all of the resolutions, 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 resolutions, you may not revoke your agreement
- 3 If you agree to the resolutions, please ensure that your agreement reaches us before the date at the end of the period of 28 days beginning with the Circulation Date. The resolutions will lapse if sufficient agreement for the resolutions has not been received by that time
- 4 If you are signing this document on behalf of a person under a power of attorney or other authority, please send the power or authority (or a duly certified copy of it, or other reasonable evidence of the authority) to the Company in hard copy form when returning this document