

Company number 6632170

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

AFC BOURNEMOUTH LIMITED (**Company**)

23rd August 2012



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed (**Resolutions**)

ORDINARY RESOLUTIONS

- 1 That the directors be granted general authorisation, in accordance with section 551 of the Companies Act 2006, for a period of 5 years from the date of the adoption of this resolution, to exercise all the powers of the Company to allot preference shares in the Company up to a nominal value of £3,000,000

SPECIAL RESOLUTION

- 1 That the Articles of Association be amended as follows

- a **Article 14.2 be deleted and replaced with the following:**

"14 2 The directors shall have a general authorisation, in accordance with section 551 of the Act, for a period of 5 years, to exercise all the powers of the Company to allot Preference Shares in the Company up to a nominal value of £3,000,000 "

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on 2012, hereby irrevocably agrees to the Resolutions

Signed by Edmund Mitchell

Date

[Signature]
23rd August 2012

Signed by Brenda Mitchell



Date

23/08/12

Signed by NRS Directors Limited
On behalf of AFCB
Enterprises Limited

Date

NOTES

1 You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. 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 address
- **Post** returning the signed copy by post to the Company's registered office address

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 Unless, by 30 days from date hereof, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date

4 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

5 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