

THE COMPANIES ACT 2006

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PRIVATE COMPANY LIMITED BY SHARES

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WRITTEN RESOLUTIONS

of

THE PALGRAVE PUBLISHING COMPANY LIMITED

(the "Company")

CIRCULATION DATE 30 November 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the director of the Company proposes that the following resolutions are passed as written resolutions of the Company, having effect as special resolutions (together the "Resolutions") -

SPECIAL RESOLUTIONS

- 1 **THAT** all historic allotments of shares in the Company in excess of the authorised share capital maximum contained in the articles of association of the Company from time to time, and (ii) any breach in connection with any historic allotment of shares in the Company in excess of the authorised share capital by the directors of the Company from time to time of their duties to the Company under s171 of the Act be and are hereby ratified for the purposes of section 239 of the Act.
  
- 2 **THAT** the nominal value of  
  
each of the 4,000 issued ordinary shares of £0 25 each in the capital of the Company be reduced from £0 25 to £0 0001, and  
  
each of the 4,000 issued irredeemable preference shares of £1 each in the capital of the Company be reduced from £1 to £0 0001,  
  
such that the share capital of the Company be reduced so that the issued share capital of the Company will be eighty pence (£0 80) (divided into four thousand (4,000) ordinary shares of £0 0001 each and four thousand (4,000) irredeemable preference shares of £0 0001 each) and the amount by which the share capital is so reduced be credited to the Company's distributable reserves

AGREEMENT

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

We, the undersigned, were at the time the Resolutions were circulated entitled to vote on, and hereby irrevocably agree to, the Resolutions -



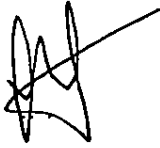
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COMPANIES HOUSE



Director

For and on behalf Glass's Information Services Limited

30.11.2016

Dated

## 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 Ben Smith at Autovista Group Limited, 1 Princes Road, Weybridge, Surrey, KT13 9TU,
  - **Post:** returning the signed copy by post to Ben Smith at Autovista Group Limited, 1 Princes Road, Weybridge, Surrey, KT13 9TU,
  - **By email:** ben.smith@eurotaxglass.com
- 2 You must indicate your agreement to the Resolutions within the period of 15 days from the date of the solvency statement accompanying the Resolutions (irrespective of the lapse date referred to in note 4)
- 3 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement
- 4 Unless, by 28 days of the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse

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