

Company Number: 03909789

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

RH ADVERTISING LIMITED ("Company")

CIRCULATION DATE:

6 March

2020 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("the Act"), the directors of the Company propose that the Resolution below is passed as a **Special Resolution**

SPECIAL RESOLUTION

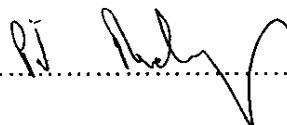
THAT the terms of an agreement between the Company and David Smith for the purchase by the Company from David Smith of 8,720 ordinary shares of £1 each in the capital of the Company for a total consideration of £305,200, together with other matters, as set out in the contract circulated to all eligible members ("**Purchase Contract**") be approved and the Company be authorised to enter into the Purchase Contract.

AGREEMENT

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

The undersigned, persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution for the purposes of the Act, the Company's Articles of Association, including without limitation for the purposes of any class consent required:

Signed by **P J Ridgers**

.....

Dated

.....6 March.....2020

Signed by **G A Dodd**

.....

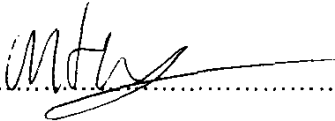
Dated

.....6 March.....2020



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A17 23/03/2020 #2
COMPANIES HOUSE

Signed by **M J Floyd-Walker**



Dated

6 March 2020

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 RH Advertising Limited, First Floor, Richmond Court, Emperor Way, Exeter Business Park, Exeter, Devon EX1 3QS
- **By Post:** returning the signed copy by post to RH Advertising Limited, First Floor, Richmond Court, Emperor Way, Exeter Business Park, Exeter, Devon EX1 3QS
- 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. Unless, by 28 days following the Circulation Date (including the Circulation Date), sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that you indicate your agreement and notify us as soon as possible.
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.