

Company number >>> Registration No.>>

PRIVATE >>> SHARES

V >>> S

<<COMPANY >>> ("Company")

<< Circulation Date (Date Of Board Meeting)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed by ordinary resolution and special resolution respectively ("Resolutions")

ORDINARY RESOLUTION

That the Company be and lawfully is authorised pursuant to section 690 of the Companies Act 2006 and the Memorandum and Articles of Association to make an off-market purchase of its own shares in accordance with a proposed contract to be entered into with the signatories for the purpose of identification of the Company and (2) << name of Vendor(s) >> in respect of the purchase by the Company of << number >> ordinary shares of the Company for the sum of << amount >> that any one director for and on behalf of the Company contract on behalf of the Company in accordance with the provisions thereunder.

SPECIAL RESOLUTION

That, on the basis of the terms of the contract hereto, the consideration for the purchase of the company's shares pursuant to the terms of the contract above be and is hereby authorised in accordance with section 690 of the Companies Act 2006 to consist of a payment of << amount >>

AGREEMENT

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

ions on << Circulation Date (Date
solutions:

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NOTES

1. You can choose to agree to all or only some of the Resolutions. If you agree to some, please indicate which ones by signing and dating the signed version either by hand or by mail to << Mailing Address >> or by fax to << Fax Number >>.

You may not return the Resolution by any other method.

If you do not agree to all of the Resolutions, you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement, you may not revoke your agreement.

3. Unless, by << Date 7 Days After Receipt >>, sufficient agreement has been received for the Resolutions to pass, if you agree to the Resolutions, please ensure that your agreement reaches the Secretary by that date.

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