**Shareholders’ resolution for a share buyback**

**Ordinary resolution**

That pursuant to section 690 of the Companies Act 2006 and the Company's articles of association, the Company be and is hereby authorised to purchase 1,000 ordinary shares, for a consideration of £1,000 to be paid fully out of [distributable profits] **AND/OR**[the proceeds of a new issue of shares] **AND/OR** [cash (as permitted by the Company’s articles, the amount being within the financial limits set out in section 692(1ZA) of the Companies Act 2006)], and subject to the terms of the proposed contract to purchase attached to this resolution, which is hereby authorised.

That pursuant to section 706 of the Companies Act 2006, as soon as the purchase of own shares is complete the Company be and is hereby authorised to [cancel the shares] **OR**[hold the shares in treasury].