

COMPANY NUMBER: 251237

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
AGREEMENT OF SOLE MEMBER
OF**

BRISTOL STREET FIRST INVESTMENTS LIMITED

(the "Company")

Dated 15 May 2013

Pursuant to sections 479A and 479C of the Companies Act 2006 as amended (the "**Act**"), we (being the sole member of the Company for the purposes of section 479A(2)(a) of the Act) agree and resolve that the Company be exempted from the requirements of the Act relating to the audit of the Company's individual accounts for the financial year of the Company ended 28 February 2013

SIGNED BY THE SOLE MEMBER OF THE COMPANY

Director, for an on behalf of **Vertu Motors plc**

