

JPMORGAN CAZENOVE SERVICE COMPANY
(Company Number: 00714070)
(the *Company*)

Companies Act 2006

Written Resolution of the Sole Member

(Proposed by the Directors)

Circulation date: 12 September 2019

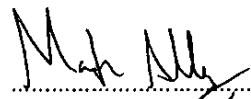
In accordance with the Company's Articles of Association, the board of directors of the Company propose that the resolutions set out below be submitted to the sole member of the Company as a written resolution and passed as a special resolution:

SPECIAL RESOLUTION

1. **THAT** the share capital of the Company be reduced from £1,000,000.00 to £1.00 by cancelling and extinguishing 99,999,900 Ordinary shares of £0.01 each, registered in the name of JPMorgan Cazenove Holdings, in order to create additional distributable reserves.

The undersigned, being the eligible member at the date of this Written Resolution, irrevocably agrees to the resolution set out above:

Signed by


.....
Mark Allen
for and on behalf of
JPMorgan Cazenove Holdings

Date: 12 September 2019

FRIDAY



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