

Company No. 1603021

Private company limited by shares

**MEMBER'S WRITTEN RESOLUTIONS
OF
BULKHAUL LIMITED ('Company')**

WEDNESDAY



A10 *A6WUP4LF* 03/01/2018 #393
COMPANIES HOUSE

Passed on 20 DECEMBER 2017

The following resolution was duly passed as a special resolution by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

SPECIAL RESOLUTION

THAT, the articles of association of the Company be amended by inserting the following article as a new article 12.5 immediately below article 12.4:

"12.5. Notwithstanding anything contained in these Articles, the Directors of the Company may not decline to register any transfer of shares in the Company and may not suspend any registration thereof, where such transfer is:

- (i) to any person to which such shares have been mortgaged or charged by way of security (a **Secured Party**), or to any nominee of such Secured Party, pursuant to any such security;
- (ii) executed by a Secured Party or its nominee pursuant to the power of sale or other power under any such security; or
- (iii) executed by a receiver or manager appointed by or on behalf of any Secured Party or its nominee, under any such security,

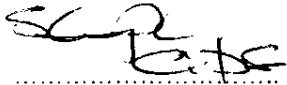
and furthermore, notwithstanding anything to the contrary contained in these Articles:

- (iv) no transferor of any shares in the Company or proposed transferor of such shares to a Secured Party or to its nominee;
- (v) no Secured Party or its nominee; and
- (vi) no receiver or manager appointed by or on behalf of a Secured Party or its nominee,

shall be required to offer the shares which are or are to be the subject of any such transfer to the shareholders for the time being of the Company or any of them, and no

such shareholder shall have any right under these Articles or otherwise to require such shares to be transferred to them whether for consideration or not.

In this article 12.5, "person" means any individual, firm, company, corporation, government, state or agency of a state or any association, trust, joint venture, consortium or partnership (whether or not having separate legal personality)."

A handwritten signature in black ink, appearing to be "S. R. K. S.", written over a dotted line.

Director