Company No. **02262172**

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

SHAREHOLDERS WRITTEN RESOLUTION

Of

Novar Limited (the "Company")

Circulation Date: 16 October 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution set out below is passed as a special resolution (the "Special Resolution").

SPECIAL RESOLUTION

(A)   THAT the capital of the Company be reduced by £540,790,099.00 and that such reduction be effected by cancelling and extinguishing 540,790,099 ordinary shares in the capital of the Company as well as cancelling the total share premium account of the Company.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Special Resolution.

The undersigned, a person entitled to vote on the Special Resolution on 16 October 2017 hereby irrevocably agrees to the Special Resolution.

....
Signed for and on behalf of
Honeywell Acquisitions Limited

Date: 16/10/17

NOTES

1. If you agree with the Special Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company. If returning this document by hand or post, please send it to the registered office of the Company marked "For the attention of Mehmet Erkilic".

   If you do not agree with the Special Resolution you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Special Resolution, you may not revoke your agreement.

3. Unless sufficient agreement for the Special Resolution to be passed has been received by 28 days after the circulation date, it will lapse. If you agree to the Special Resolution, please ensure that your agreement reaches us before or during this date.

4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.