

Company No. 03374593

THE COMPANIES ACT 2006

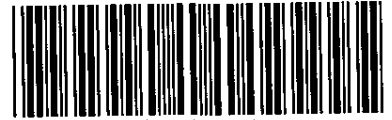
WRITTEN RESOLUTIONS

of

C.J.S. (EASTERN) LIMITED

(the "Company")

THURSDAY



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07/11/2019

#376

COMPANIES HOUSE

Circulation Date: 7 October 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the Directors of the above-named Company (the "**Directors**") propose the following resolution (the "**Resolution**"):

SPECIAL RESOLUTION

THAT, pursuant to section 21(1) of the Act, the existing articles of association of the Company (the "**Articles**") be amended by inserting the following as 10 and 11:

"10 Notwithstanding anything contained in these articles, (i) any pre-emption rights on a transfer of shares conferred on existing members by these articles or otherwise shall not apply to; and (ii) the directors shall not decline to register nor suspend registration of, any transfer of shares where such transfer is:

(a) in favour of any bank or institution (or any nominee or nominees of such bank or institution) to whom such shares are being transferred by way of security;

(b) duly executed by any such bank or institution (or any such nominee or nominees) to whom such shares shall (including any further shares in the Company acquired by reason of its holding of such shares) have been transferred as aforesaid, pursuant to the power of sale under such security; or

(c) duly executed by a receiver appointed by a bank or institution pursuant to any security document which creates any security interest over such shares,


and a certificate by any official of such bank or institution or any such receiver that the shares are or are to be subject to such a security and that the transfer is executed in accordance with the provisions of this article 10 shall be conclusive evidence of such facts.

11 Notwithstanding anything contained in these articles, any lien on shares which the Company has shall not apply in respect of any shares which have been charged by way of security to a bank or financial institution or a subsidiary of a bank or financial institution or which are transferred in accordance with the provisions of article 10."

and the Articles be re-numbered accordingly.

We, being the sole member entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution.

Agreement to Resolution


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For and on behalf of

PTSG MANAGEMENT SERVICES LIMITED

Date: 7 October 2019