

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTIONS OF THE SOLE MEMBER OF
CABOT FINANCIAL DEBT RECOVERY SERVICES LIMITED
(the "Company")**

Date of circulation: 29 April 2019 (the "Circulation Date")

The directors of the Company (the "Directors") propose that the following resolutions (each, a "Resolution" and together, the "Resolutions") be passed as a written resolution under Chapter 2 of Part 13 of the Companies Act 2006 (the "CA 2006"). Each Resolution is proposed as an ordinary resolution:

ORDINARY RESOLUTIONS

1. **THAT**, in accordance with section 551 of the CA 2006, the Directors (or a duly constituted committee of the Directors) be generally and unconditionally authorised to allot ordinary shares in the Company up to an aggregate nominal amount of £1.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on April 2024, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired. This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.
2. **THAT**, in accordance with paragraph 42(2)(b) of Schedule 2 of the CA 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in article 4 of the Company's articles of association (as in force at the date hereof), is hereby irrevocably and unconditionally revoked and deleted.

AGREEMENT

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

We, the undersigned, being the sole member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably and unconditionally agree to the Resolutions:

SIGNED

by C. Buck, a director
for and on behalf of

CABOT FINANCIAL HOLDINGS GROUP LIMITED

Date: 29th April 2019

FRIDAY



A27 *A8569WQQ* #249
10/05/2019
COMPANIES HOUSE

Notes:

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - **By Hand:** delivering the signed copy to Lucy Bassett, 1 Kings Hill Avenue, Kings Hill, West Malling, Kent ME19 4UA, United Kingdom; or
 - **By Post:** returning the signed copy by post to Lucy Bassett, 1 Kings Hill Avenue, Kings Hill, West Malling, Kent ME19 4UA, United Kingdom; or
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to lbassett@cabotfinancial.com.
2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once given, your agreement to the Resolutions may not be revoked.
4. Unless, prior to expiry of 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. 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.