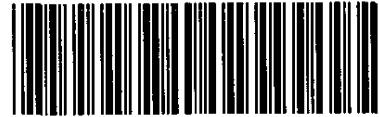


Company Number 04549890

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COMPANIES HOUSE

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

PLASTICELL LIMITED (the "Company")

Circulation Date: 17 April 2018 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolution 2 is passed as a special resolution (together, the "Resolutions").

ORDINARY RESOLUTION

1. Authorisation of conflicts

That subject to and in accordance with the Companies Act 2006, the articles of association of the Company and the terms of this resolution:

- (a) the directors may authorise any matter or situation in which a director (the "**Conflicted Director**") has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company (including, without limitation, in relation to the exploitation of any property, information or opportunity, whether or not the Company could take advantage of it) and for this purpose a conflict of interest includes a conflict of interest and duty and a conflict of duties (the "**Conflict Situation**");
- (b) any authorisation under paragraph (a) shall be effective only if:
 - (i) the Conflict Situation arises on or after 1 October 2008;
 - (ii) any requirement as to the quorum at any meeting of the directors at which the matter is considered is met without counting either the Conflicted Director or any other interested Director;
 - (iii) the matter was agreed to and any relevant resolution of the directors was passed without counting the votes of the Conflicted Director and without counting the votes of any other interested director (or such matter would have been so agreed and such relevant resolution would have been so passed if their votes had not been counted); and
 - (iv) the Conflicted Director has disclosed to the Company in writing all material particulars relating to the Conflict Situation which could reasonably be expected to influence the decision of the directors as to whether to authorise it and/or any terms, conditions or limitations determined under paragraph (d).
- (c) subject to the provisions of paragraph (b), any request for authorisation received from a Conflicted Director may be dealt with and resolved upon by the directors (other than the Conflicted Director and any other interested director) (the "**Independent Directors**") in such manner as any other matter may be considered and resolved upon by the directors;
- (d) any authorisation given in accordance with this resolution may be made on such terms and subject to such conditions and/or limitations as the Independent Directors may, in their absolute discretion determine (including, without limitation, excluding the Conflicted Director and any other interested director from certain board meetings, withholding from him or them certain board or other papers and/or denying him or them access to certain confidential company information) and such terms, conditions and/or limitations may be imposed at the time of or after the authorisation and may be

subsequently varied or terminated; in considering any request for authorisation in respect of a Conflict Situation, the Independent Directors shall be entitled to exclude the Conflicted Director from any meeting or other discussion (whether oral or written) concerning the authorisation of such Conflict Situation and they shall also be entitled to withhold from such Conflicted Director any board or other papers concerning the authorisation of such Conflict Situation;

- (e) if any Conflict Situation is authorised by the Independent Directors, the Conflicted Director (for long as he reasonably believes such Conflict Situation subsists):

- (i) shall not be required to disclose to the Company (including the board of directors of the Company or any committee of it) any confidential information relating to such Conflict Situation which he obtains or has obtained otherwise than in his capacity as a director of the company, if to make such disclosure would give rise to a breach of duty or breach of obligation of confidence owed by him to another person in relation to such matter, office, employment or position;
- (ii) shall be entitled to absent himself from all or any meetings of the board of directors of the Company (or any committee of it) at which anything relating to such Conflict Situation will or may be discussed; and
- (iii) shall be entitled to make such arrangements as he thinks fit not to receive documents or information (including, without limitation, board papers (or those of any committee of it)) relating to any such Conflict Situation and/or for such documents or information to be received and read by a professional adviser on his behalf,

and in so doing, such Conflicted Director shall not be in breach of any general duty he owes to the Company pursuant to Sections 171 to 177 (inclusive), Companies Act 2006; and

- (f) *it shall not be necessary for any Conflicted Director to seek any authorisation under this resolution if:*

- (i) the Conflict Situation cannot reasonably be regarded as likely to give rise to a conflict of interest;
- (ii) the conflict of interest arises in relation to a proposed or existing transaction or arrangement with the Company in which the Conflicted Director is in any way, directly or indirectly, interested; or
- (iii) the provisions of Chapter 4, Part 10, Companies Act 2006 apply to the Conflict Situation and either approval is given in accordance with the relevant provision(s) of that Chapter or any such approval is not required (as determined in accordance with the relevant provision of that Chapter).

SPECIAL RESOLUTION

2. Alteration of articles 16.1 and 19.3 of the articles of association

That the draft articles set out below be and are adopted by the Company in substitution for articles 16.1 and 19.3 (respectively) of its existing articles of association.

- (a) 16.1 "Unless otherwise determined by a special resolution or a resolution passed in accordance with the provisions of article 14.5, the number of directors is not subject to a maximum but must be not less than two, unless all other directors are conflicted in which case the quorum shall be one director. Regulation 64 of Table A does not apply."
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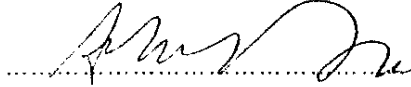


AGREEMENT

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature:



Shareholder name:

BEFON INC.

Date:

23rd April 2018

NOTES

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Company Number 04549890

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

PLASTICELL LIMITED (the "Company")

Circulation Date: 17 April 2018 ("Circulation Date")

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- (c) subject to the provisions of paragraph (b), any request for authorisation received from a Conflicted Director may be dealt with and resolved upon by the directors (other than the Conflicted Director and any other interested director) (the "Independent Directors") in such manner as any other matter may be considered and resolved upon by the directors;
- (d) any authorisation given in accordance with this resolution may be made on such terms and subject to such conditions and/or limitations as the Independent Directors may, in their absolute discretion determine (including, without limitation, excluding the Conflicted Director and any other interested director from certain board meetings, withholding from him or them certain board or other papers and/or denying him or them access to certain confidential company information) and such terms, conditions and/or limitations may be imposed at the time of or after the authorisation and may be

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
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AGREEMENT

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature: **Villay Asset Management Limited**
(By: ~~Counselor Trust reg.~~)

Shareholder name: 
(By: Dr. Ernst Walch)

Date:

NOTES

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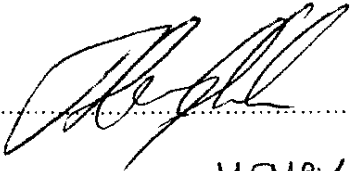
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The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature:



Shareholder name:

HENRY CLARKE

Date:

25/4/18.

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Company Number 04549890

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

PLASTICELL LIMITED (the "Company")

Circulation Date: 17 April 2018 ("Circulation Date")

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SPECIAL RESOLUTION

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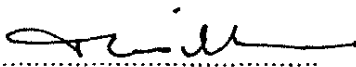
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AGREEMENT

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature:



Shareholder name:

T. G. WILLIAMS

Date:

25/4/2018

NOTES

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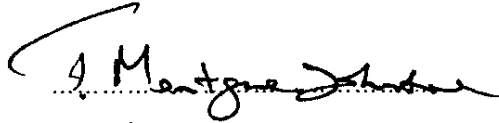
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Signature:



Shareholder name:

TARONIC MONTAGUE JOHNSTONE

Date:

20th APRIL 2018

NOTES

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Company Number 04549890

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WRITTEN RESOLUTIONS

of

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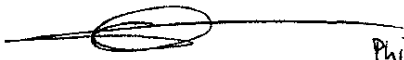
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Signature:

 Philipp Graf von Bernstorff

Shareholder name:

Windsor Capital Investments Ltd

Date:

26.04.2018

NOTES

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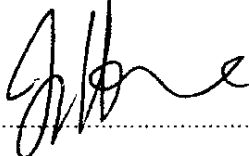
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AGREEMENT

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature:



Shareholder name:

LAWRENCE J. HOWE

Date:

27th APRIL 2018

NOTES

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Company Number 04549890

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

PLASTICELL LIMITED (the "Company")

Circulation Date: 17 April 2018 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolution 2 is passed as a special resolution (together, the "**Resolutions**").

ORDINARY RESOLUTION

1. Authorisation of conflicts

That subject to and in accordance with the Companies Act 2006, the articles of association of the Company and the terms of this resolution:

- (a) the directors may authorise any matter or situation in which a director (the "**Conflicted Director**") has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company (including, without limitation, in relation to the exploitation of any property, information or opportunity, whether or not the Company could take advantage of it) and for this purpose a conflict of interest includes a conflict of interest and duty and a conflict of duties (the "**Conflict Situation**");
- (b) any authorisation under paragraph (a) shall be effective only if:
 - (i) the Conflict Situation arises on or after 1 October 2008;
 - (ii) any requirement as to the quorum at any meeting of the directors at which the matter is considered is met without counting either the Conflicted Director or any other interested Director;
 - (iii) the matter was agreed to and any relevant resolution of the directors was passed without counting the votes of the Conflicted Director and without counting the votes of any other interested director (or such matter would have been so agreed and such relevant resolution would have been so passed if their votes had not been counted); and
 - (iv) the Conflicted Director has disclosed to the Company in writing all material particulars relating to the Conflict Situation which could reasonably be expected to influence the decision of the directors as to whether to authorise it and/or any terms, conditions or limitations determined under paragraph (d).
- (c) subject to the provisions of paragraph (b), any request for authorisation received from a Conflicted Director may be dealt with and resolved upon by the directors (other than the Conflicted Director and any other interested director) (the "**Independent Directors**") in such manner as any other matter may be considered and resolved upon by the directors;
- (d) any authorisation given in accordance with this resolution may be made on such terms and subject to such conditions and/or limitations as the Independent Directors may, in their absolute discretion determine (including, without limitation, excluding the Conflicted Director and any other interested director from certain board meetings, withholding from him or them certain board or other papers and/or denying him or them access to certain confidential company information) and such terms, conditions and/or limitations may be imposed at the time of or after the authorisation and may be

G. R. I. M.

subsequently varied or terminated; in considering any request for authorisation in respect of a Conflict Situation, the Independent Directors shall be entitled to exclude the Conflicted Director from any meeting or other discussion (whether oral or written) concerning the authorisation of such Conflict Situation and they shall also be entitled to withhold from such Conflicted Director any board or other papers concerning the authorisation of such Conflict Situation;

- (e) if any Conflict Situation is authorised by the Independent Directors, the Conflicted Director (for long as he reasonably believes such Conflict Situation subsists):

- (i) shall not be required to disclose to the Company (including the board of directors of the Company or any committee of it) any confidential information relating to such Conflict Situation which he obtains or has obtained otherwise than in his capacity as a director of the company, if to make such disclosure would give rise to a breach of duty or breach of obligation of confidence owed by him to another person in relation to such matter, office, employment or position;
- (ii) shall be entitled to absent himself from all or any meetings of the board of directors of the Company (or any committee of it) at which anything relating to such Conflict Situation will or may be discussed; and
- (iii) shall be entitled to make such arrangements as he thinks fit not to receive documents or information (including, without limitation, board papers (or those of any committee of it)) relating to any such Conflict Situation and/or for such documents or information to be received and read by a professional adviser on his behalf,

and in so doing, such Conflicted Director shall not be in breach of any general duty he owes to the Company pursuant to Sections 171 to 177 (inclusive), Companies Act 2006; and

- (f) it shall not be necessary for any Conflicted Director to seek any authorisation under this resolution if:

- (i) the Conflict Situation cannot reasonably be regarded as likely to give rise to a conflict of interest;
- (ii) the conflict of interest arises in relation to a proposed or existing transaction or arrangement with the Company in which the Conflicted Director is in any way, directly or indirectly, interested; or
- (iii) the provisions of Chapter 4, Part 10, Companies Act 2006 apply to the Conflict Situation and either approval is given in accordance with the relevant provision(s) of that Chapter or any such approval is not required (as determined in accordance with the relevant provision of that Chapter).

SPECIAL RESOLUTION

2. Alteration of articles 16.1 and 19.3 of the articles of association

That the draft articles set out below be and are adopted by the Company in substitution for articles 16.1 and 19.3 (respectively) of its existing articles of association.

- (a) 16.1 "Unless otherwise determined by a special resolution or a resolution passed in accordance with the provisions of article 14.5, the number of directors is not subject to a maximum but must be not less than two, unless all other directors are conflicted in which case the quorum shall be one director. Regulation 64 of Table A does not apply."
- (b) 19.3 "Save where the Investor Director and Founder Director agree otherwise, meetings of the Board should be held every three months and such meetings must be convened on at least 5 Business Days' notice in writing the quorum shall be two directors or their alternates, unless all the other directors are conflicted in which case the quorum shall be one director or his alternate."

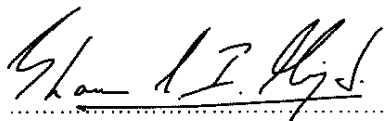
G. R. I. M.

AGREEMENT

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature:



Shareholder name:

Ghassan R.I. Majed

Date:

29 April 2018

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Company Number 04549890

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

PLASTICELL LIMITED (the "Company")

Circulation Date: 17 April 2018 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolution 2 is passed as a special resolution (together, the "**Resolutions**").

ORDINARY RESOLUTION

1. Authorisation of conflicts

That subject to and in accordance with the Companies Act 2006, the articles of association of the Company and the terms of this resolution:

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 - (iv) the Conflicted Director has disclosed to the Company in writing all material particulars relating to the Conflict Situation which could reasonably be expected to influence the decision of the directors as to whether to authorise it and/or any terms, conditions or limitations determined under paragraph (d).
- (c) subject to the provisions of paragraph (b), any request for authorisation received from a Conflicted Director may be dealt with and resolved upon by the directors (other than the Conflicted Director and any other interested director) (the "**Independent Directors**") in such manner as any other matter may be considered and resolved upon by the directors;
- (d) any authorisation given in accordance with this resolution may be made on such terms and subject to such conditions and/or limitations as the Independent Directors may, in their absolute discretion determine (including, without limitation, excluding the Conflicted Director and any other interested director from certain board meetings, withholding from him or them certain board or other papers and/or denying him or them access to certain confidential company information) and such terms, conditions and/or limitations may be imposed at the time of or after the authorisation and may be

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 - (ii) shall be entitled to absent himself from all or any meetings of the board of directors of the Company (or any committee of it) at which anything relating to such Conflict Situation will or may be discussed; and
 - (iii) shall be entitled to make such arrangements as he thinks fit not to receive documents or information (including, without limitation, board papers (or those of any committee of it)) relating to any such Conflict Situation and/or for such documents or information to be received and read by a professional adviser on his behalf,

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 - (ii) the conflict of interest arises in relation to a proposed or existing transaction or arrangement with the Company in which the Conflicted Director is in any way, directly or indirectly, interested; or
 - (iii) the provisions of Chapter 4, Part 10, Companies Act 2006 apply to the Conflict Situation and either approval is given in accordance with the relevant provision(s) of that Chapter or any such approval is not required (as determined in accordance with the relevant provision of that Chapter).

SPECIAL RESOLUTION

2. Alteration of articles 16.1 and 19.3 of the articles of association

That the draft articles set out below be and are adopted by the Company in substitution for articles 16.1 and 19.3 (respectively) of its existing articles of association.

- (a) 16.1 "Unless otherwise determined by a special resolution or a resolution passed in accordance with the provisions of article 14.5, the number of directors is not subject to a maximum but must be not less than two, unless all other directors are conflicted in which case the quorum shall be one director. Regulation 64 of Table A does not apply."
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AGREEMENT

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature:



Shareholder name:

PIERRE ANDURAND

Date:

29/04/2018

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FOR AND ON BEHALF OF (TWO HUNDRED AND TWENTY NINE)
229 SHARES.

Company Number 04549890

HOLDING AS AT 17TH APRIL 2018
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

PLASTICELL LIMITED (the "Company")

Circulation Date: 17 April 2018 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolution 2 is passed as a special resolution (together, the "Resolutions").

ORDINARY RESOLUTION

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That subject to and in accordance with the Companies Act 2006, the articles of association of the Company and the terms of this resolution:

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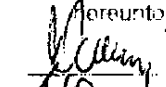

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AGREEMENT

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The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

THE COMMON SEAL
OF RENSBURG CLIENT NOMINEES LTD WAS
hereto affixed in the presence of

 AUTHORIZED SIGNATORY
 AUTHORIZED SIGNATORY



DATE: 30TH APRIL 2018

NOTES

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The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature:

S. A Harris

Shareholder name:

SABINE HARRIS

Date:

30/4/18

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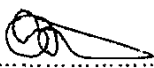
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AGREEMENT

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The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature:



Shareholder name:

JONATHAN HARRIS

Date:

30/4/18

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Company Number 04549890

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PRIVATE COMPANY LIMITED BY SHARES

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of

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 - (ii) the conflict of interest arises in relation to a proposed or existing transaction or arrangement with the Company in which the Conflicted Director is in any way, directly or indirectly, interested; or
 - (iii) the provisions of Chapter 4, Part 10, Companies Act 2006 apply to the Conflict Situation and either approval is given in accordance with the relevant provision(s) of that Chapter or any such approval is not required (as determined in accordance with the relevant provision of that Chapter).

SPECIAL RESOLUTION

2. Alteration of articles 16.1 and 19.3 of the articles of association

That the draft articles set out below be and are adopted by the Company in substitution for articles 16.1 and 19.3 (respectively) of its existing articles of association.

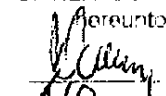
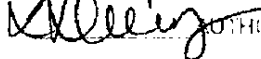
- (a) 16.1 "Unless otherwise determined by a special resolution or a resolution passed in accordance with the provisions of article 14.5, the number of directors is not subject to a maximum but must be not less than two, unless all other directors are conflicted in which case the quorum shall be one director. Regulation 64 of Table A does not apply."
- (b) 19.3 "Save where the Investor Director and Founder Director agree otherwise, meetings of the Board should be held every three months and such meetings must be convened on at least 5 Business Days' notice in writing the quorum shall be two directors or their alternates, unless all the other directors are conflicted in which case the quorum shall be one director or his alternate."

AGREEMENT

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

THE COMPANY SEAL
OF RENSBURG CLIENT NOMINEES LTD WAS
hereunto affixed in the presence of

 AUTHORIZED SIGNATORY
 AUTHORIZED SIGNATORY



DATE: 30TH APRIL 2018

NOTES

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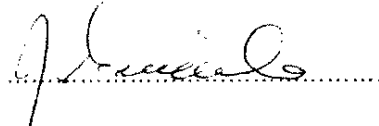
by email: by sending a scanned copy of the signed and dated Resolutions to dennis@plasticell.co.uk.
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- 4 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

AGREEMENT

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The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature:



Shareholder name:

JOHN GIRDLESTONE

Date:

18.04.18

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Company Number 04549890

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

PLASTICELL LIMITED (the "Company")

Circulation Date: 17 April 2018 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolution 2 is passed as a special resolution (together, the "**Resolutions**").

ORDINARY RESOLUTION

1. Authorisation of conflicts

That subject to and in accordance with the Companies Act 2006, the articles of association of the Company and the terms of this resolution:

- (a) the directors may authorise any matter or situation in which a director (the "**Conflicted Director**") has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company (including, without limitation, in relation to the exploitation of any property, information or opportunity, whether or not the Company could take advantage of it) and for this purpose a conflict of interest includes a conflict of interest and duty and a conflict of duties (the "**Conflict Situation**");
- (b) any authorisation under paragraph (a) shall be effective only if:
 - (i) the Conflict Situation arises on or after 1 October 2008;
 - (ii) any requirement as to the quorum at any meeting of the directors at which the matter is considered is met without counting either the Conflicted Director or any other interested Director;
 - (iii) the matter was agreed to and any relevant resolution of the directors was passed without counting the votes of the Conflicted Director and without counting the votes of any other interested director (or such matter would have been so agreed and such relevant resolution would have been so passed if their votes had not been counted); and
 - (iv) the Conflicted Director has disclosed to the Company in writing all material particulars relating to the Conflict Situation which could reasonably be expected to influence the decision of the directors as to whether to authorise it and/or any terms, conditions or limitations determined under paragraph (d).
- (c) subject to the provisions of paragraph (b), any request for authorisation received from a Conflicted Director may be dealt with and resolved upon by the directors (other than the Conflicted Director and any other interested director) (the "**Independent Directors**") in such manner as any other matter may be considered and resolved upon by the directors;
- (d) any authorisation given in accordance with this resolution may be made on such terms and subject to such conditions and/or limitations as the Independent Directors may, in their absolute discretion determine (including, without limitation, excluding the Conflicted Director and any other interested director from certain board meetings, withholding from him or them certain board or other papers and/or denying him or them access to certain confidential company information) and such terms, conditions and/or limitations may be imposed at the time of or after the authorisation and may be

subsequently varied or terminated; in considering any request for authorisation in respect of a Conflict Situation, the Independent Directors shall be entitled to exclude the Conflicted Director from any meeting or other discussion (whether oral or written) concerning the authorisation of such Conflict Situation and they shall also be entitled to withhold from such Conflicted Director any board or other papers concerning the authorisation of such Conflict Situation;

- (e) if any Conflict Situation is authorised by the Independent Directors, the Conflicted Director (for long as he reasonably believes such Conflict Situation subsists):
- (i) shall not be required to disclose to the Company (including the board of directors of the Company or any committee of it) any confidential information relating to such Conflict Situation which he obtains or has obtained otherwise than in his capacity as a director of the company, if to make such disclosure would give rise to a breach of duty or breach of obligation of confidence owed by him to another person in relation to such matter, office, employment or position;
 - (ii) shall be entitled to absent himself from all or any meetings of the board of directors of the Company (or any committee of it) at which anything relating to such Conflict Situation will or may be discussed; and
 - (iii) shall be entitled to make such arrangements as he thinks fit not to receive documents or information (including, without limitation, board papers (or those of any committee of it)) relating to any such Conflict Situation and/or for such documents or information to be received and read by a professional adviser on his behalf,

and in so doing, such Conflicted Director shall not be in breach of any general duty he owes to the Company pursuant to Sections 171 to 177 (inclusive), Companies Act 2006; and

- (f) it shall not be necessary for any Conflicted Director to seek any authorisation under this resolution if:
- (i) the Conflict Situation cannot reasonably be regarded as likely to give rise to a conflict of interest;
 - (ii) the conflict of interest arises in relation to a proposed or existing transaction or arrangement with the Company in which the Conflicted Director is in any way, directly or indirectly, interested; or
 - (iii) the provisions of Chapter 4, Part 10, Companies Act 2006 apply to the Conflict Situation and either approval is given in accordance with the relevant provision(s) of that Chapter or any such approval is not required (as determined in accordance with the relevant provision of that Chapter).

SPECIAL RESOLUTION

2. Alteration of articles 16.1 and 19.3 of the articles of association

That the draft articles set out below be and are adopted by the Company in substitution for articles 16.1 and 19.3 (respectively) of its existing articles of association.

- (a) 16.1 "Unless otherwise determined by a special resolution or a resolution passed in accordance with the provisions of article 14.5, the number of directors is not subject to a maximum but must be not less than two, unless all other directors are conflicted in which case the quorum shall be one director. Regulation 64 of Table A does not apply."
- (b) 19.3 "Save where the Investor Director and Founder Director agree otherwise, meetings of the Board should be held every three months and such meetings must be convened on at least 5 Business Days' notice in writing the quorum shall be two directors or their alternates, unless all the other directors are conflicted in which case the quorum shall be one director or his alternate."

AGREEMENT

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The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature:

 
..... For Chaumont (Directors) Limited ..
Corporate Director

Shareholder name:

DIAMOND CRESCENT LIMITED

Date:

30th Apr. 1 2018

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of

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Signature:



Shareholder name:

Authorised Signatories of our Directors
ER Consultancy Limited

Date:

01/5/2018

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