

**WRITTEN RESOLUTION
SECTION 288 OF THE COMPANIES ACT 2006**

COMPANY: **BARTHOLOMEW HAWKINS LIMITED**

COMPANY NUMBER: **05345179**

Circulation Date: *10th July* 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (the **Resolutions**).

SPECIAL RESOLUTIONS

1. That article 16 of the Company's articles of association be dis-applied in relation to the proposed sub-division, re-designation and subsequent transfer of shares in the Company pursuant to the provisions of model article 14(3)(a);
2. That the existing ordinary shares of the Company be sub-divided from shares of £0.10 into shares of £0.00001 each;
3. That 99,999 of the existing A Ordinary Shares and 3,329,999 of the existing B Ordinary Shares in the Company be re-designated as "C Ordinary Shares"; and
4. That article 48.2 and the whole of article 49 of the Company's articles of association be dis-applied in relation to the proposed transfer of shares in the Company.

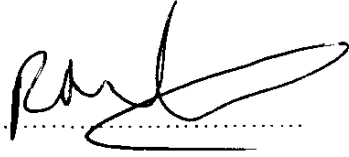
AGREEMENT

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

The undersigned, being the sole member of the Company entitled to vote on the Resolution on the Circulation Date, hereby agree to the Resolution.



Signed:



Date:

15th July 2019

Director for and on behalf of Bartholomew Hawkins Group Ltd

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, by delivering the signed and dated Resolutions by hand to the Company.
2. If you are indicating agreement to the Resolutions 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 with your indication of agreement.
3. 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.
4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. Unless within the period of 28 days beginning with the Circulation Date sufficient agreement has been received for the Resolution to pass, it will lapse.
6. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.