

PRIVATE COMPANY LIMITED BY SHARES

Written Resolution

of

CDC Wealth Management Limited (the "Company")

(Company No: 05883908)

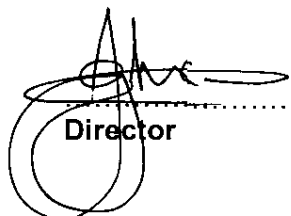
2019 (the "Circulation Date")

Passed on 5 September 2019

The following resolution was duly passed on 5 September 2019 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

SPECIAL RESOLUTION

THAT the Company make a distribution in specie to the Company's shareholders, comprising the transfer of part of the Company's business, in particular the portion relating to Gaines Business, as defined in the deed of transfer circulated to shareholders of the Company with this Resolution, and that the Directors be authorised for the purposes of the Company's Articles of Association and otherwise to make such distribution.


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Director

Date 5 September 2019

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