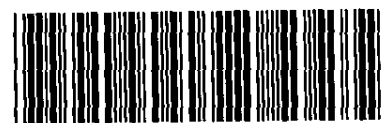


# SEPARATOR SHEET

## COMPANIES HOUSE BARCODE

TUESDAY



\*A6LN73TT\*

A25

19/12/2017

#141

COMPANIES HOUSE

Company Number: 06651420

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**PRINT OF RESOLUTION OF THE MEMBERS**

of

**PARK SOLVE LIMITED**  
(the **Company**)

Passed on 7 December.....2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the **Act**), the resolution below (the **Resolution**) was passed a special resolution on the above date.

**SPECIAL RESOLUTION**

THAT with effect from this Resolution being passed the articles of association of the Company be amended by the insertion of the following new articles:

"24 Notwithstanding anything to the contrary contained in these articles, all the shares in the Company are freely transferable without any rights of pre-emption and the directors shall not decline to register any transfer of any share, nor may they suspend registration of any transfer of any share, whether or not it is a fully paid share, where the transfer:

24.1 is to any fund, bank, financial institution or person to which such share has been charged by way of security, or to any nominee of such a bank financial institution or person (or a person acting as agent or security trustee for such person) (a "**Secured Institution**"); or


24.2 is delivered to the Company for registration by a Secured Institution in order to perfect its security over such share; or

24.3 is executed by a Secured Institution pursuant to the power of sale or other power conferred by or pursuant to such security or by law,

and the directors shall promptly register any such transfer of shares upon receipt and no transferor or proposed transferor of any share to a Secured Institution, and no Secured Institution, shall be required to offer any share that is the subject of any such transfer to the members for the time being of the Company or to any of them, and no member shall have any right to require any such share to be transferred to it, whether for consideration or not."

"25 Notwithstanding anything to the contrary contained in these Articles or otherwise, the Company and the directors shall not be entitled to exercise any lien on any share that has been charged by way of security to a Secured Institution (as defined in Article 24 above)."

**SIGNED** on behalf of **PARK SOLVE LIMITED**

Signature  For & on behalf of QA Nominees Ltd Director
Print name  GRAHAM COWAN