

Company number 08197723

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

DRIVE FURTHER LIMITED (the "Company")

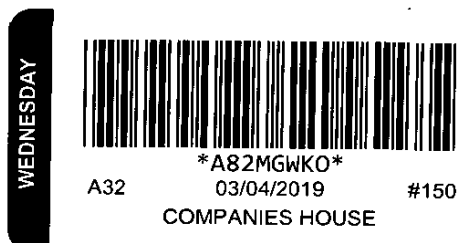
31 March 2019 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**Act**"), the directors of the Company ("**Directors**") propose that the resolution below is passed as a special resolution (the "**Resolution**").

SPECIAL RESOLUTION

THAT, with immediate effect, the articles of association ("**Articles**") of the Company be amended by the insertion of the following wording immediately after article 6, which will become 6.1, as a new article 6.2:

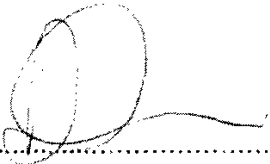
"In the event of a disposal of the whole of the ordinary share capital of the company, the proceeds shall be distributed in accordance with Article 6.1."



AGREEMENT

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

The undersigned, a person entitled to vote on the above Resolution on 31 March 2019, hereby irrevocably agrees to the Resolution:


.....

Date 31/3/19

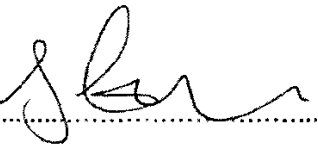
A duly authorised signatory for and on behalf of

Financial & Legal Group Limited


.....

Date 31/3/19

Nicholas Garner


.....

Date 31/3/19

Serena Angela Garner

NOTES

1 If you agree with the Resolution, 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:

- (a) **By hand:** delivering the signed copy to Joshua Crawley, Squire Patton Boggs (UK) LLP, No 1 Spinningfields, 1 Hardman Square, Manchester, M3 3EB.
- (b) **Post:** returning the signed copy by post to Joshua Crawley, Squire Patton Boggs (UK) LLP, No 1 Spinningfields, 1 Hardman Square, Manchester, M3 3EB.
- (c) **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to joshua.crawley@squirepb.com. Please enter "Driver Further Limited - Written resolutions" in the e-mail subject box.

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 3 Unless, by 28 days following the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
- 4 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.
- 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.