

PRIVATE COMPANY LIMITED BY SHARES

---

DECISION BY UNANIMOUS CONSENT OF  
THE SHAREHOLDER OF  
REDCASTLE (TS/TM) LIMITED  
(the *Company*)

---

We, the undersigned, being the sole shareholder of the Company having the right to attend and vote at a general meeting of the Company **HEREBY APPROVE AND ASSENT TO** the following matters in respect of the Company with the intention that such matters shall be valid and shall take effect as if they had been passed at a general meeting of the Company duly convened and held:

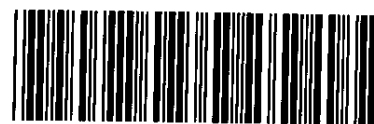
1. THAT the Company's articles of association be amended to include the following new articles 5.2 and 5.3 which read as follows:
  - 5.2 In addition to the events terminating a director's appointment set out in Model Article 18, the office of a director is vacated if he is removed from office by notice given by a member or members under Article 5.3.
  - 5.3 The holder or holders of not less than half in nominal value of the shares giving the right to attend and vote at general meetings of the Company may remove a director from office. The removal is effected by notice to the Company signed by or on behalf of the holder or holders. The notice may consist of several documents in similar form, each signed by or on behalf of one or more holders and shall be deposited at or sent by post, e-mail or facsimile transmission to the office or such other place designated by the directors for the purpose. The removal takes effect immediately on deposit of the notice in accordance with the Articles or on such later date (if any) specified in the notice.
2. THAT Ian Grabiner be and is appointed as a director of the Company, with immediate effect; and
3. THAT Ian Grabiner's, Richard Burchill's and Stephen Boyce's situational conflicts of interest in their roles as directors of the Company and as directors of Taveta Investments Limited and any of its direct and indirect subsidiaries from time to time as applicable (the *Taveta Group*) be and are hereby approved, in accordance with section 175 and section 180 of the Companies Act 2006 on an ongoing basis.

*G. Uagwe*

For and on behalf of **Arcadia Group Limited**

5 December 2018

Date



LD3 \*L7KPØTZ6\* 13/12/2018 #81  
COMPANIES HOUSE