

Company Number: 09880480

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION**

of

FREGNAN LIMITED (the "Company")

CIRCULATION DATE: 3 JANUARY 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company for the time being proposes that the resolution below is passed:

1. SPECIAL RESOLUTION

"THAT, in accordance with section 571 of the Companies Act 2006 (the "Act"), the director of the Company be generally empowered to allot equity securities (as defined by section 560 of the Act) up to an amount of £1.00 as if section 561 of the Act did not apply to any such allotment."


2. ORDINARY RESOLUTION

"THAT the Company's two issued ordinary shares of £1.00 each be sub-divided into 20,000 ordinary shares of £0.0001 each."

AGREEMENT

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

The undersigned, being the sole member of the Company entitled to vote on the above Resolution on the Circulation Date hereby irrevocably agrees to the Resolution:


.....
For and on behalf of
Keeper Capital LLP
Designated member

3 JANUARY 2019

.....
Date

THURSDAY



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COMPANIES HOUSE

Company Number: 09880480

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company using one of the following methods.

By Hand or Post: delivering the signed copy to the Company at 4 Bedford Row, London, England, WC1R 4TF.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to mike.hutchinson@bdo.co.uk. Please enter "Written resolution – Fregnanup Limited" 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. If, by 28 days after the Circulation Date, insufficient agreement has been received for the resolution to pass, such resolution will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date.
4. 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.