

MOTORCLEAN EBT TRUSTEE LIMITED

(Registered in England and Wales with Company Number 10241443)

(the "Company")

WRITTEN RESOLUTION

(Passed on 28 August 2018)

THURSDAY



The following resolution was duly passed as a special resolution, by written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on 28 August 2018 by all the members of the Company:

SPECIAL RESOLUTION

- 1 THAT the Company's articles of association be amended by the insertion of a new article 55 immediately after the existing article 54 as follows:-

"55 *Transfer*

"Notwithstanding anything contained in these Articles, the Directors of the Company may not decline to register any transfer of shares in the Company and may not suspend any registration thereof, where such transfer is:

*(i) to a bank or other institution to which such shares have been mortgaged or charged by way of security (whether as lender, or agent and trustee for a group of banks or institutions or otherwise) (a "**Secured Institution**"), or to any nominee of such Secured Institution pursuant to any such security, or to any purchaser of such shares following enforcement of such security;*

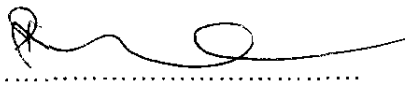
(ii) executed by a Secured Institution or its nominee pursuant to the power of sale or other power under any such security; or

(iii) executed by a receiver or manager appointed by or on behalf of any Secured Institution or its nominee, under any such security,

and furthermore, notwithstanding anything to the contrary contained in these Articles:

- (i) no Secured Institution or its nominee;
- (ii) no receiver or manager appointed by or on behalf of a Secured Institution or its nominee; and
- (iii) no person to whom shares are transferred by a Security Institution or its nominee, manager or receiver,

shall be required as a condition of registration of any transfer of shares to be bound by the terms of any shareholder agreement."



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Director