

Company number: 10765872

SECTION 288 COMPANIES ACT 2006

HELIUM MIRACLE 243 LIMITED

(the Company)

WRITTEN RESOLUTION

Circulation Date: *1 AUGUST* 2017

I, being the sole member of the Company entitled to attend and vote at a General Meeting of the Company, hereby pass the following resolution 1 as an ordinary resolution and resolution 2 as a special resolution of the Company (**Resolutions**) pursuant to chapter 2 of part 13 of the Companies Act 2006 (as amended) (the **2006 Act**) and hereby agree that the Resolutions shall for all purposes be as valid and effective as if passed by us at a general meeting of the Company duly convened and held.

ORDINARY RESOLUTION

1. **THAT**, subject to and conditional upon the passing of Resolution 2 below, the directors be generally and unconditionally authorised pursuant to section 550 of the 2006 Act to exercise all the powers of the Company to allot 32,498 shares in the capital of the Company having the rights and being subject to the restrictions applicable to such shares set out in the articles of association of the Company (**Allotment Rights**), but so that:
 - 1.1. the maximum number of ordinary shares that may be allotted or made the subject of Allotment Rights under this authority are shares with an aggregate nominal value of £32,498;
 - 1.2. this authority shall, unless renewed, varied or revoked by the Company, expire after a period of 5 years from the date of the passing of this resolution; and
 - 1.3. all unexercised authorities already vested in the directors as at the date of this resolution to allot shares or to grant Allotment Rights are revoked.

SPECIAL RESOLUTION

2. **THAT** in accordance with section 569 of the 2006 Act, the directors be generally empowered to allot equity securities (as defined by section 560 of the 2006 Act) as if section 561 of the 2006 Act did not apply to any such allotment, provided that this power shall:
 - 2.1. be limited to the allotment of equity securities up to an aggregate nominal amount of £32,498; and
 - 2.2. expire five years from the date on which this Resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry.

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

[Signature]
Mark Andrew Hooper

1 AUGUST 2017
Date

WEDNESDAY



A11 *A6BYAE60* 02/08/2017 #408
COMPANIES HOUSE

NOTES

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

By Hand: delivering the signed copy to the Company, at its registered office; or

By Post: returning the signed copy by post to the Company, at its registered office.
2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless sufficient agreement has been received within 28 days of the circulation date referred to above for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. 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.
6. 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.
7. The Resolutions must be delivered to Companies House within 15 days.