

NI031285

**COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF**

**QUAY DEVELOPMENTS LIMITED
("the Company")**

TUESDAY



The following resolutions were duly passed on 8th April 2019 by way of written resolutions pursuant to Chapter 2 of Part 13 of the Companies Act 2006.

SPECIAL RESOLUTIONS

1. **THAT** the terms of, and the transactions contemplated by, and the execution, delivery and performance of the Amendment Agreement be approved, (a copy having been supplied to the member(s) of the Company prior to the signing of this written resolution);
2. **THAT** the Company is receiving full and fair consideration for the obligations it is undertaking in accordance with the terms of the Amendment Agreement to which it is party, and accordingly, such entry and granting, and the performance of its obligations thereunder, is for the commercial benefit and advantage of the Company and would be most likely to promote the success of the Company.
3. **THAT** notwithstanding any limitation on the Company's powers or objects or any restriction (whether arising by virtue of a director's conflict, or any interest he may have or because of any other limitation, prohibition or restriction whatsoever) the directors of the Company each have authority to approve the terms of, and the transactions contemplated by, the Amendment Agreement and any related documents and the execution of and entry into by the Company of the Amendment Agreement and any related documents shall be deemed for all purposes to be one of the objects of the Company.
4. **THAT** notwithstanding any limitation on the Company's powers or objects or any restriction (whether arising by virtue of a director's conflict, or any interest he may have or because of any other limitation, prohibition or restriction whatsoever) the entering into any notice, certificate or other document required to be executed on behalf of the

Company in connection with the Amendment Agreement, in such form as the Company's directors may, in their absolute discretion, think fit be and is hereby approved.

5. **THAT** any act done or document executed pursuant to resolution 1 shall be valid, effective and binding upon the Company notwithstanding any limitation on the borrowing or other powers of the directors of the Company contained in or incorporated by reference in the Company's Articles of Association (any such limitation being hereby suspended, waived, relaxed, or abrogated to the extent requisite to give effect to the foregoing resolutions).



Director

08.04.2019

Date