

Companies Act 2006
WRITTEN RESOLUTIONS
OF
CHARTERMARQUE LIMITED
(the "Company")
passed on 23rd May 2017
Company No: SC325451

The following resolutions were duly passed as an ordinary resolution and as a special resolution by way of written resolutions under Chapter 2 of Part 13 of the Companies Act 2006 (the "Act").

ORDINARY RESOLUTION

- 1 **THAT**, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate amount of £52.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on a date no longer than five years from the date the resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired (and this authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act).

SPECIAL RESOLUTION

- 2 **THAT**, subject to the passing of resolution 1 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act or any pre-emption rights contained in the Company's articles of association did not apply to any such allotment.

Signed:

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Director

Date 23rd May 2017

