

APPENDIX 3

COMPANY NUMBER: 01249901

WRITTEN RESOLUTION OF
CANADA WATER NOMINEES (UK) LIMITED
(the "Company")

REDUCTION OF SHARE CAPITAL

Circulation Date: 3 December 2018

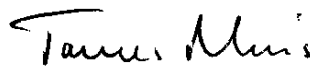
Proposed by the Board of Directors of the Company in accordance with section 291 of the Companies Act 2006:

SPECIAL RESOLUTION:

The undersigned, being the sole member of the Company for the time being, has noted the Solvency Statement made by the Company's directors on 3 December 2018 and hereby RESOLVES:

THAT the Company undertake a capital reduction, by reducing the issued share capital of CWNUK from GBP20,000 to GBP2, by cancelling and extinguishing 19,998 of the 20,000 Ordinary shares of £1 each. Retained Earnings will in turn increase by £19,998. The amount by which the share capital is reduced will be credited to a reserve.

By order of the Board:




James Morris
Director

AGREEMENT BY ELIGIBLE MEMBERS TO WRITTEN RESOLUTION

We, the undersigned, being the sole eligible member of the Company for the time being:

1. Hereby confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006; and
2. HEREBY RESOLVE THAT the above resolution is passed as a written resolution pursuant to section 288 of the Companies Act 2006 and that such resolution shall take effect as a special resolution.

For and on behalf of
HSBC Bank plc



Name: Loren Wulfschm
Date: 3 December 18

TUESDAY



LD1 *L7K2GP5V* #69
04/12/2018
COMPANIES HOUSE

Information required to comply with section 291(4) of the Companies Act 2006

1. Eligible members are the members who would have been entitled to vote on the resolution on the circulation date.
2. The procedure for signifying agreement by an eligible member to a written resolution is as follows:
 - (A) A member signifies his agreement to a proposed written resolution when the Company receives from him (or someone acting on his behalf) an authenticated document:
 - (i) identifying the resolution to which it relates, and
 - (ii) indicating his agreement to the resolution.
 - (B) The document must be sent to the Company in hard copy form or in electronic form.
 - (C) A member's agreement to a written resolution, once signified, may not be revoked.
 - (D) A written resolution is passed when the required majority of eligible members have signified their agreement to it.
3. The period for agreeing to the written resolution is the period of 28 days beginning with the circulation date (see section 297 of the Companies Act 2006).