

PRINT OF RESOLUTION FOR FILING AT COMPANIES HOUSE

The Companies Act 2006

Company limited by shares

Special resolution

of

The Osprey Management Company Limited (Company)

(Company number 01864755)

Under section 288 Companies Act 2006 on 26 MAY 2016 the following written resolution was passed as a special resolution

That:

The following shall be inserted into the articles of association of the Company as a new article 5 with the remaining articles to be renumbered accordingly and any references to the old article 5 with headings to be updated as appropriate

- "5 Shares mortgaged or charged by way of security
- 5 1 Notwithstanding anything to the contrary contained in these Articles, the directors shall not decline to register nor suspend the registration of any transfer of any share, whether or not it is a fully paid share
- d) to any bank, financial institution or person to which such share has been charged by a member by way of security or to any nominee of such a bank, financial institution or person (or a person acting as agent or security trustee for such person) (a "**Secured Institution**"), or
- e) delivered to the Company for registration by a Secured Institution in order to perfect its security over the shares, or
- f) executed by a Secured Institution pursuant to the power of sale or other powers conferred by or pursuant to such security or by law

and the directors shall promptly register any such transfer of shares upon receipt and no transferor or proposed transferor of any share to a Secured Institution, and no Secured Institution, shall be required to offer any share that is the subject of any such transfer to the members for the time being of the Company or to any of them, and no member shall have any right to require any such share to be transferred to it, whether for consideration or not

- 5 2 The Company shall have no lien on any share that has been charged by way of security to a Secured Institution (as defined in Article 5 1 above) "


Director

The Osprey Management Company Limited

TUESDAY



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07/06/2016

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