

BROADGATE CIRCLE MANAGEMENT LIMITED

Company Number 01881630
(the "Company")

**WRITTEN RESOLUTION OF THE MEMBERS OF THE COMPANY
PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006**

We, the undersigned, being the holders of the entire issued share capital of the Company, hereby resolve that the following resolutions proposed by the directors of the Company be passed:

- in the case of resolutions 1, 3, 4 and 5 as a special resolution; and
- in the case of resolution 2 as an ordinary resolution.

SPECIAL RESOLUTION

- 1 **THAT**, pursuant to section 641(1)(a) of the Companies Act 2006 (the "Act"), the Company make a reduction of the issued share capital of the Company in the manner set out at Schedule 1 (the "**Reduction of Capital**") by cancelling and extinguishing 49,991 shares of £1 each paid up to £0.25 in the capital of the Company, such Reduction of Capital to take effect on the day on which the copy of this resolution (and the documents which must accompany it under section 644(1) of the Act) is registered by the Registrar of Companies at Companies House in accordance with section 644(3) of the Act, and that the balance of £12,497.75 (being the amount of reduction in the total paid up issued share capital) be repaid to the respective shareholders pro-rata to their shareholdings as being in excess of the Company's requirements.

ORDINARY RESOLUTION

2. **THAT**, subject to resolution 1 above being approved, the "I" share be redesignated as the "Special" share.

SPECIAL RESOLUTIONS

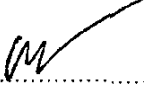
3. **THAT**, subject to resolutions 1 and 2 above being approved, the rights of the "Special" share be varied as set out in the draft articles of association attached to this document and, for the purpose of identification, signed by the chairman (the "**Amended Articles**"), such that the "Special" share confers to the holder (i) until the Release Date (as defined in the Amended Articles), twenty-four votes on any shareholder vote and the right to appoint three directors (each of whom will be entitled to three votes in respect of any vote of the board of directors) (ii) following the Release Date (as defined in the Amended Articles), no rights, obligations or entitlements whatsoever save the right on a return of capital on a winding up to the nominal amount of the "Special" share after the nominal amount of the Ordinary Shares have been paid in full.
4. **THAT**, subject to resolutions 1, 2 and 3 above being approved, pursuant to section 21 of the Act, the Amended Articles be approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.
5. **THAT** the name of the Company be changed to "Broadgate South Management Limited".

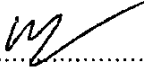
Members of the Company who are eligible members because they are entitled to vote on the resolutions on the circulation date (that is the date on which copies of these resolutions are first sent to members, being 7 JUNE 2018) should sign and date below to signify their

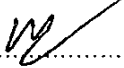


agreement to the resolutions. The resolutions must be passed by the requisite majority by the end of the period of 28 days beginning with the circulation date otherwise they will lapse.

Agreed

Signed 
.....
for and on behalf of
Bluebutton (5 Broadgate) UK Limited
Date 07/06/18

Signed 
.....
for and on behalf of
Bluebutton Properties UK Limited
Date 07/06/18

Signed 
.....
for and on behalf of
Bluebutton (12702) Limited
Date 07/06/18

SCHEDULE 1
REDUCTION OF CAPITAL

BEFORE	AFTER
6,695 A shares of £1 each (75p remaining unpaid)	1 A share of £1 (75p remaining unpaid)
5,730 B shares of £1 each (75p remaining unpaid)	1 B share of £1 (75p remaining unpaid)
8,300 C shares of £1 each (75p remaining unpaid)	1 C share of £1 (75p remaining unpaid)
310 D shares of £1 each (75p remaining unpaid)	1 D share of £1 (75p remaining unpaid)
1,520 E shares of £1 each (75p remaining unpaid)	1 E share of £1 (75p remaining unpaid)
5,410 F shares of £1 each (75p remaining unpaid)	1 F share of £1 (75p remaining unpaid)
10,700 G shares of £1 each (75p remaining unpaid)	1 G share of £1 (75p remaining unpaid)
155 H shares of £1 each (75p remaining unpaid)	1 H share of £1 (75p remaining unpaid)
11,180 I shares of £1 each (75p remaining unpaid)	1 Special share of £1 (75p remaining unpaid)
Total Share Capital = £50,000 (paid up to £12,500)	Total Share Capital = £9 (paid up to £2.25)