

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
Written resolutions
OF
PARTNER CAPITAL LIMITED
(the Company)

The following resolutions were passed in writing pursuant to Chapter 2 of Part 13 of the Companies Act 2006, as to resolutions 1 and 2 as ordinary resolutions and as to resolution 3 as a special resolution on *28th July* 2017:

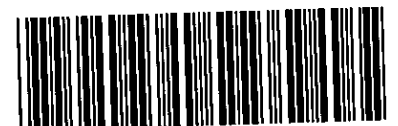
ORDINARY RESOLUTIONS

1. THAT the GBP paid up capital of the Company be increased from £569,844 to £658,159 by the creation of 88,315 ordinary shares of £1 each with the rights attaching to them as set out in the Company's articles of association.
2. THAT, subject to resolution 3 below, the directors are generally and unconditionally authorised, for the purpose of section 551 of the Companies Act 2006 and generally, to exercise all and any powers of the Company to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company to any person, at any time and subject to any terms and conditions as the directors think proper, up to an aggregate nominal amount £658,159 Ordinary Shares with the rights attaching to them as set out in the Company's articles of association.

This authority shall:

- (a) expire (unless previously varied as to duration or renewed by ordinary resolution of the Company) five years after the date on which this resolution is passed, except that the Company may, before such expiry, make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry (and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired); and
- (b) apply insofar as it has not expired or been waived or revoked by ordinary resolution of the Company and shall be in addition to all and any existing authorities to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company that have been granted by ordinary resolution of the Company under section 551 the Companies Act 2006, to the extent they are unused.

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COMPANIES HOUSE

SPECIAL RESOLUTION

3. That the directors be empowered pursuant to section 570 of the Companies Act 2006 and pursuant to article 3(b) of the Company's articles of association, to allot equity securities (as defined in section 560 of the Companies Act 2006) for cash pursuant to the authority conferred on them by resolution 2 above as if section 561 of the Companies Act 2006 did not apply to any such allotment or sale. This authority shall expire, unless previously revoked or renewed by the Company, five years after the date on which this resolution is passed except that the Company may before such expiry make any offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred by this resolution had not expired.

.....
Director

Date:

2017