

Company No 02963940

THE COMPANIES ACT 1985
UNLIMITED COMPANY HAVING A SHARE CAPITAL
WRITTEN RESOLUTION
OF
THE SHAREHOLDERS
OF
CORNWALL

Passed Pursuant to Chapter 2 of Part 13 of the Companies Act 2006

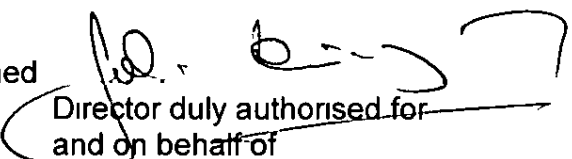
WE, the undersigned, being the holders of all the issued and allotted shares in the above named company, HEREBY RESOLVE that the following resolution be passed as a special resolution of the company

SPECIAL RESOLUTION

THAT the existing authorised share capital of the Company, namely £10,000 divided into 10,000 ordinary shares of £1 00, be increased to £20,000 divided into 20,000 ordinary shares of £1 00, by the creation of 10,000 ordinary shares of £1 00, such shares ranking pari passu in all respects with the existing ordinary shares of £1 00 in the Company

Dated 29 December 2015

Signed


Director duly authorised for
and on behalf of
DEVON HOLDINGS LIMITED

Signed

Director duly authorised for
and on behalf of
THE GENERAL TRUST COMPANY S A



Company No. 02963940

THE COMPANIES ACT 1985

UNLIMITED COMPANY HAVING A SHARE CAPITAL

WRITTEN RESOLUTION

OF

THE SHAREHOLDERS

OF

CORNWALL

Passed Pursuant to Chapter 2 of Part 13 of the Companies Act 2006

WE, the undersigned, being the holders of all the issued and allotted shares in the above named company, HEREBY RESOLVE that the following resolution be passed as a special resolution of the company:

SPECIAL RESOLUTION

THAT the existing authorised share capital of the Company, namely £10,000 divided into 10,000 ordinary shares of £1.00, be increased to £20,000 divided into 20,000 ordinary shares of £1.00, by the creation of 10,000 ordinary shares of £1.00, such shares ranking pari passu in all respects with the existing ordinary shares of £1.00 in the Company.

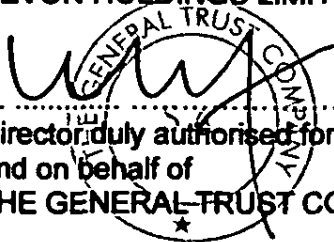
Dated: 29 December 2015

Signed:

Director duly authorised for
and on behalf of
DEVON HOLDINGS LIMITED

Signed:

Director duly authorised for
and on behalf of
THE GENERAL TRUST COMPANY S.A.



Notes

1. Eligible members are those who are entitled to vote on the resolution on the circulation date which is the date it is sent or submitted to members, being in this case 29 December 2015. Please note that:
 - 1.1 in the case of joint holders of shares, the vote of the holder whose name appears first in the register of members in respect of such joint holding will be counted to the exclusion of the other joint holder(s);
 - 1.2 if a member has exercised the right, pursuant to the Company's articles of association and section 145 of the Companies Act 2006, to nominate another person to exercise a right to vote on a written resolution, then the vote of that nominee will be counted to the exclusion of the member;
 - 1.3 if you are signing this document on behalf of a person under a power of attorney or other authority, you must send a copy of the relevant power/authority when returning this document.
2. This document contains a proposed written resolution of the Company for approval by you as one of its members. The resolution is proposed as a special resolution and requires members holding not less than 75 per cent of the total voting rights of members entitled to vote on the resolution to vote in favour of it in order to be passed.
3. If the Company has not received the necessary level of members' agreement to pass the resolution by the date falling 28 days from the above circulation date, namely 26 January 2016, the resolution will lapse.
4. If you wish to approve the resolution, please signify your agreement by signing and dating the document and returning it to the Company's Mr G D Hill. Once you have signified your agreement, you cannot revoke it.
5. If you do not wish to agree to the resolution, you do not have to do anything. Failure to respond will not be treated as agreement.

Company No 02963940

THE COMPANIES ACT 1985
UNLIMITED COMPANY HAVING A SHARE CAPITAL
WRITTEN RESOLUTION
OF
THE SOLE SHAREHOLDER
OF
CORNWALL

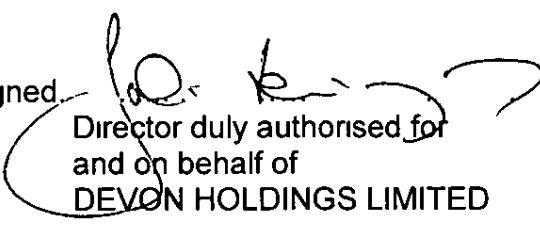
Passed Pursuant to Chapter 2 of Part 13 of the Companies Act 2006

WE, the undersigned, being the holder of all the issued and allotted shares in the above named company, HEREBY RESOLVE that the following resolutions be passed as special resolutions of the company

SPECIAL RESOLUTIONS

- 1 THAT on 29 December 2015
 - 1 1 the resolutions passed by the shareholders of the Company be deemed to have included a resolution authorising the directors to allot and issue 10,000 ordinary shares of £1 00 in the Company at a price of £700 per share to Devon Holdings Limited, notwithstanding any rights of pre-emption set out in the Company's articles of association,
 - 1 2 pursuant to that deemed resolution the directors of the Company be deemed to have passed a resolution for the allotment and issue of 10,000 ordinary shares of £1 00 in the Company at a price of £700 per share to Devon Holdings Limited
- 2 THAT the allotment and issue on 29 December 2015 of 10,000 ordinary shares of £1 00 in the Company at a price of £700 per share to Devon Holdings Limited to be approved and ratified

Signed


Director duly authorised for
and on behalf of
DEVON HOLDINGS LIMITED

Dated

8 December 2016

Notes

- 1 Eligible members are those who are entitled to vote on the resolutions on the circulation date which is the date they are sent or submitted to members, being in this case 8 December 2016. Please note that
 - 1.1 in the case of joint holders of shares, the vote of the holder whose name appears first in the register of members in respect of such joint holding will be counted to the exclusion of the other joint holder(s),
 - 1.2 if a member has exercised the right, pursuant to the Company's articles of association and section 145 of the Companies Act 2006, to nominate another person to exercise a right to vote on a written resolution, then the vote of that nominee will be counted to the exclusion of the member,
 - 1.3 if you are signing this document on behalf of a person under a power of attorney or other authority, you must send a copy of the relevant power/authority when returning this document
- 2 This document contains proposed written resolutions of the Company for approval by you its member. The resolutions are proposed as special resolutions and require members holding not less than 75 per cent of the total voting rights of members entitled to vote on the resolutions to vote in favour of them in order to be passed.
- 3 If the Company has not received the necessary level of members' agreement to pass the resolutions by the date falling 28 days from the above circulation date, namely 5 January 2017, the resolutions will lapse.
- 4 If you wish to approve the resolutions, please signify your agreement by signing and dating the document and returning it to the Company's Mr G D Hill. Once you have signified your agreement, you cannot revoke it.
- 5 If you do not wish to agree to the resolutions, you do not have to do anything. Failure to respond will not be treated as agreement.