

Company No: 03239548

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
OF THE SHAREHOLDERS OF
CROMWELL ASSET MANAGEMENT UK LIMITED (the "Company")

10 FEBRUARY..... 2020 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("CA 2006"), the directors of the Company (the "**Directors**") have proposed that Cromwell Investment Holdings UK Limited, being the sole shareholder (the "**Shareholder**") of the Company, pass the Resolution (as set out below) as an ordinary resolution (the "**Ordinary Resolution**"):

ORDINARY RESOLUTION

1. The Shareholder, being the sole member of the Company entitled to attend and vote at a general meeting of the Company, **HEREBY RESOLVES:**

THAT, the annual Reports and Financial Statements of the Company for the financial year ended 30 June 2019 are exempt from audit pursuant to Section 479A of the CA 2006.

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned was at the time the Resolution was circulated entitled to vote on, and hereby irrevocably agrees to the Resolution:



.....
Cromwell Investment Holdings UK Limited
Shareholder

10 FEBRUARY 2020
Date



Notes:

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless sufficient agreement has been received for the Resolution to pass by the date falling 28 days from and including the Circulation Date, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.