

Company Number: 06309491

THE COMPANIES ACT 2006
PRIVATE COMPANY
LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
SINFONIA ASSET MANAGEMENT LIMITED (the "Company")

CIRCULATION DATE: *30 September* 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolutions (the "**Resolutions**") be passed as special resolutions.

SPECIAL RESOLUTIONS

1. **THAT** the transfer by the Tenet Client Services Limited of 510,000,000 A Ordinary shares of £0.0001 each to Aspire Financial Management Limited on 3 September 2019 (which the members noted was made in breach of the article 7.4 of the Company's articles of association) (the "**Transfer**") be hereby ratified and approved for all purposes whatsoever.
2. **THAT** any breach of duty (including, without limitation, the duty to act within their powers under section 171 of the Act or otherwise and/or any common law duties) by Helen Muriel Ball, Caroline Jane Bradley, Ben Wright and Keely Jill Craig as directors of the Company which has, or may have, arisen prior to the date of this resolution as a result of the Transfer, pursuant to section 239 of the Act, be hereby approved and ratified for all purposes including, without limitation, section 239 of the Act.

AGREEMENT

Please read the notes attached to this document before signifying your agreement to the Resolutions.

We the undersigned (being the sole member of the Company on the Circulation Date) hereby irrevocably agree to the Resolutions

Signed:


TENET CLIENT SERVICES
LIMITED

Dated:

30 September 2019

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TUESDAY



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COMPANIES HOUSE