



RESOLUTIONS

OF

BALDWIN HOLDINGS LIMITED

Pursuant to resolutions in writing passed on the 1st day of September 2016 the following resolution was duly passed as an ordinary resolution

ORDINARY RESOLUTION

1 That

- 1.1 for the purposes of section 177 and 175 of the Companies Act 2006 (the "Act") and for the purposes of the Company's articles of association, as amended from time to time, all of the directors of the Company shall not be in breach of duty as a result of any conflicts of interest existing or arising in relation to the following

Name	Nature and extent of interest
David Baldwin	Director and shareholder of the Company and transferee of shares in the Company
John Baldwin	Director and shareholder of the Company and transferor of shares in the Company
Shaun Knight	Director and shareholder of the Company and transferee of shares in the Company
Stephen Southall	Director and shareholder of the Company and transferor of shares in the Company

(the "Conflicts")

- 1.2 the Conflicts shall, for the purposes of section 180(4) of the Act and, in respect of section 177 of the Act article 94 of the Company's articles of association, be deemed authorised

DATED 1st September 2016

Director