

Company number: 06562273

THE COMPANIES ACTS 1985-2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS
of
BOILER ROOM (UK) LIMITED
Passed on 4 October 2016

FRIDAY



Pursuant to chapter 2 of part 13 of the Companies Act 2006, the following ordinary resolution and special resolution (as indicated) were duly passed by the company as written resolutions

ORDINARY RESOLUTION

- 1 That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £12 83, provided that
 - (a) the authority granted under this resolution shall expire five years after the passing of this resolution, and
 - (b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

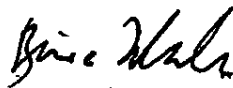
This authority is in substitution for all subsisting authorities to the extent unused without retrospective effect

SPECIAL RESOLUTION

- 2 That, subject to the passing of resolution 1 above, the directors be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities wholly for cash pursuant to the authority conferred by resolution 1 above free of any pre-emption rights (or similar restrictions) under the articles of association of the Company and as if section 561 of the Companies Act 2006 did not apply to any such allotment, provided that this power shall
 - (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £12 83, and

(b) expire on the date that is five years after the passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an 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 any such offer or agreement notwithstanding that the power conferred by this resolution has expired,

(the expression "equity securities" and references to the allotment of "equity securities" bearing the same respective meanings in this resolution as in section 560 of the Companies Act 2006)



Director

PRESENTED BY

Taylor Wessing LLP
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