

Company Number: 06970477

The Companies Act 2006

Private company limited by shares

Written resolutions

of

EBREX BUSINESS SOLUTIONS LIMITED (the "Company")

17 FEBRUARY 2020 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolution 1 is passed as a special resolution of the Company and resolution 2 is passed as an ordinary resolution of the Company (together the "**Resolutions**").

Special Resolution:

1. **THAT**, the draft articles of association attached to this resolution in the Appendix to this resolution (the "**New Articles**") be adopted as the articles of the association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

Ordinary Resolution:

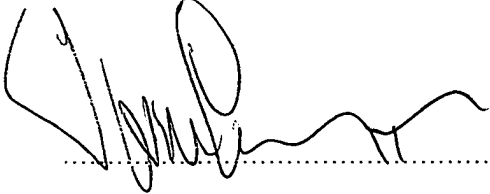
2. **THAT**, subject to the passing of resolution one, 850 ordinary shares of £0.10 each in the capital of the Company (the "**Ordinary Shares**"), be re-designated as 850 preference shares of £0.10 each in the capital of the Company (the "**Preference Shares**"). Such Preference Shares having such rights attaching to them as set out the New Articles.



AGREEMENT

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

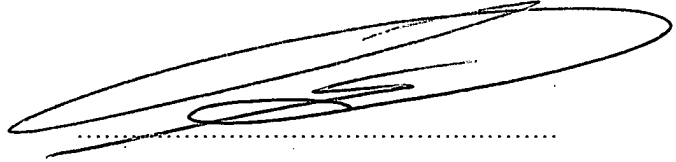
The undersigned, being the persons entitled to vote on the above Resolutions hereby irrevocably agree to the Resolutions as indicated above:



ANTONIUS MATHEUS MARIA CUPPENS

17 FEBRUARY 2020

Date



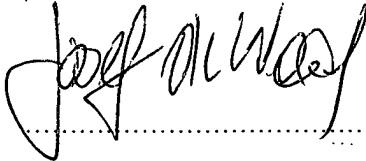
**For and on behalf of NOOKRI
INTERNATIONAL BV**

17 FEBRUARY 2020

Date

17 FEBRUARY 2020

**For and on behalf of DE WAAL
VERMOGENSVERWALTUNG GMBH**



Date

Notes:

1. If you wish to vote in favour of the Resolutions please sign and date this document and return it to the Company by attaching a scanned copy of the signed document to an email and sending it to if.jones@ashfords.co.uk.
2. **The Resolutions will lapse if sufficient votes in favour have not been received by the end of the date which is 28 days after the Circulation Date (the Circulate Date being counted as day one).** Unless you do not wish to vote of the Resolutions, please ensure that your agreement reaches the Company on or before this date and time. If the Company has not received this document from you by then you will be deemed to have voted against the Resolutions.
3. Once you have signified your agreement to the Resolutions, such agreement cannot be revoked.
4. 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.