

Company Number 07279132

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**PRIVATE COMPANY LIMITED BY SHARES**

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**WRITTEN RESOLUTION**

**OF**

**KEYCHARM LIMITED**

(the "**Company**")

Circulated on **29 MAY** 2015 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolution be passed as an ordinary resolution (the "**Resolution**")

**ORDINARY RESOLUTION**

**THAT** any director of the Company, notwithstanding any actual or potential conflict of interest or duty (the "**Conflict**") which may arise or may have arisen in relation to any transaction (each a "**Transaction**") to be entered into by the Company with any other entity of which he is a director or shareholder or is otherwise interested or with any director in his personal capacity be and hereby is authorised to approve any such Transaction on behalf of the Company and to approve, execute, sign, deliver and perform, and to procure to be executed, delivered, signed and performed, on behalf of the Company, all such agreements, certificates, instruments or other documents and to take all such other and further actions as he may in his absolute discretion think necessary or desirable to have approved, executed, signed, delivered, performed and taken on behalf of the Company in connection with any such Transaction

In particular, it is noted that the sole director of the Company has duly disclosed to the shareholder of the Company all of his interests in other entities. On this basis, the shareholder authorises the Conflict

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## AGREEMENT

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

I, the undersigned, being the sole eligible member of the Company, hereby confirm that I have received a copy of the Resolution in accordance with section 291 of the Act and hereby irrevocably agree that the Resolution be passed as a written resolution pursuant to section 288 of the Act and shall take effect as an ordinary resolution



**Douglas Malcolm Hurt**

Dated      29 MAY      2015

## 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 be passed before the end of the period of 28 days beginning on the Circulation Date, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the end of this period