

Company No. 07477910

## RESOLUTIONS

-of-

## SGO CORPORATION LIMITED

(the "Company")

In accordance with Part 13 Chapter 2 Companies Act 2006, the following resolutions were passed as written resolutions on 15/03 2019

### ORDINARY RESOLUTION

THAT the 109,375,086 ordinary shares with a nominal value of GBP 0.01 each in the capital of the Company to be issued in accordance with the cross-border merger of the Company with its parent company, SGO Corporation S.A (the "Merger"), shall be redenominated as 109,375,086 ordinary shares with an equivalent nominal value in USD, converted using the closing spot rate published by the UK Financial Times on 14 March 2019, with effect from the completion of the Merger on 27 March 2019, but otherwise having the rights and being subject to the restrictions set out in the Company's articles of association.

### SPECIAL RESOLUTION

THAT, conditional on the passing of the ordinary resolution above and completion of the Merger:

- (a) the Company's share capital be reduced by cancelling and extinguishing USD 0.0033 of the amount paid up or credited as paid up on each of the ordinary shares of USD 0.0133 in the Company's capital (the "Ordinary Shares") and reducing the nominal value of each ordinary share to USD 0.01; and
- (b) the amount so reduced be credited to the redenomination reserve of the Company.



Director/Company Secretary

WEDNESDAY



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SPE 27/03/2019 #31  
COMPANIES HOUSE