

Company Number: 07608774

COMPANIES ACT 2006

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

OOMPH WELLNESS LIMITED

(the "Company")

(PASSED ON 25 JANUARY 2017)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following written resolution was agreed to by members representing the required majority of the total voting rights of eligible members:

SPECIAL RESOLUTION

1. PRE-EMPTION IN ARTICLES DISAPPLIED

THAT, in accordance with article 12.2 of the Articles, the preemption requirements in relation to the allotment of shares set out in that article 12.2 of the Articles are disapplied.

Signed: _____

Director/Secretary



Company Number: 07608774

OOMPH WELLNESS LIMITED

(the "Company")

I, _____, a director/the secretary of the Company, confirm that:

1. pursuant to Chapter 2 of Part 13 of the Companies Act 2006, a copy of the written resolution set out in the attached document (the "**Written Resolution**") was sent to the eligible members on 25 January 2017;
2. a copy of the Written Resolution was sent to the Company's auditor in accordance with section 502 of the Companies Act 2006 on 25 January 2017;
3. the Written Resolution was agreed to by members representing the required majority of the total voting rights of eligible members;
4. accordingly, the Written Resolution was passed, pursuant to section 296 of the Companies Act 2006, on 25 January 2017.

Signed: _____

Director/Secretary