THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

MALAKBEL LIMITED
(a company registered in England and Wales no 07697437)
("the Company")

WRITTEN RESOLUTION OF THE MEMBERS

Circulation Date 24 August **2015**
Date Passed. 24 August **2015**

WRITTEN RESOLUTION

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 as set out below ("the **Resolution**")

ORDINARY RESOLUTION

The actual and situational conflicts of the directors of the Company arising as a result of the following

(a) in respect of OCS Services Limited ("**OCS**"), as a group company of Octopus Investments Limited ("**Octopus**") (the manager of Terido LLP), and

(b) Charles Hill, as an employee of Octopus (the manager of Terido LLP),

and, therefore, in each case being interested in the Company making a capital contribution to Terido LLP be and hereby are authorised for all purposes and that OCS and Charles Hill be and hereby are authorised to vote and form part of the quorum at any meeting of the directors of the Company (along with all other entitlements that may be set out in the Company's articles of association from time to time) when such matters arise

AGREEMENT TO WRITTEN RESOLUTION

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

The undersigned being the persons entitled to vote on the Resolution on the circulation date set out above, hereby irrevocably agree to the passing of the Resolution

TUESDAY
L4EIYHFS
LD4 25/08/2015 #50
COMPANIES HOUSE

For and on behalf of
Fern Trading Limited
acting by a duly appointed attorney
(duly appointed attorney of
Octopus Investments Nominees Limited)

Karen Ward

For and on behalf of
Octopus Investments Nominees Limited
acting by a duly appointed attorney

Karen Ward

For and on behalf of
OCS Services Limited
acting by a duly appointed attorney

NOTES

If you wish to agree to the Resolution, please indicate your agreement by signing and dating this document where indicated and returning it to the Company at the Company's registered office for the attention of Kavita Patel by fax on 0121 214 0045 or by email (in PDF format) to Kavita patel@shma co uk If you do not agree to the Resolution you need not do anything You will not be deemed to agree if you fail to respond Once you have indicated your agreement to the Resolution you may not revoke your agreement Unless by the end of the period of 28 days beginning with the circulation date set out above sufficient agreement has been received for the Resolution to be passed it will lapse