

Company number 08423025

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

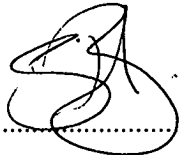
of

Darwin Loan Solutions Limited (the Company)

On *9th March* 2020 the following resolution was duly passed as a written resolution of the Company pursuant to section 288 of the Companies Act 2006.

ORDINARY RESOLUTION

THAT pursuant to the Company's articles of association (the **Articles**, each an **Article**), Articles 17.2.2 and 17.2.3 barring an interested director from being counted as participating in the decision-making process for quorum or voting purposes and the directors from authorising a conflict under section 175 of the Act unless (i) any requirement as to the quorum for consideration of the relevant matter is met without counting the interested director or any other interested director; and (ii) the matter was agreed to without the interested director voting or would have been agreed to if the interested director's and any other interested director's vote had not been counted, be disapplied for the purposes of approving certain matters relating to the proposed allotment of E Ordinary shares of £0.01 each in the capital of the Company up to an aggregate nominal value of £1.00.



Director



Company Number: 08423025

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

DARWIN LOAN SOLUTIONS LIMITED (the Company)

On *9th March* 2020 the following resolution was duly passed as a written resolution of the Company pursuant to section 288 of the Companies Act 2006.

SPECIAL RESOLUTION

1. THAT the draft regulations attached to this written resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.



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Director