

**WELLESLEY GROUP INVESTORS LIMITED**

Company number 08478238 (the "Company")

**WRITTEN RESOLUTION OF THE MEMBERS**

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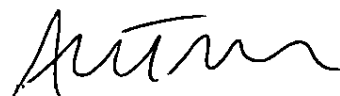
Adopted on 21 October 2016

The following resolution was unanimously passed as a special resolution by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006

**RESOLUTION**

THAT, in accordance with section 551 of the Companies Act 2006 (the "CA 2006"), the directors of the Company (the "Directors") be generally authorised to allot up to 3,000,000 Preference Shares in the Company up to an aggregate nominal amount of £300,000 conditional only upon the Preference Share Issue closing

Signed by



Andrew Turnbull

Date

*4th Nov* 2016

FRIDAY



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04/11/2016

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COMPANIES HOUSE