Company number: 09392839

#### THE COMPANIES ACT 2006

# PRIVATE COMPANY LIMITED BY SHARES

#### WRITTEN RESOLUTIONS

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**COMPANIES HOUSE** 

- of -

# SBL NETWORK LIMITED (the "Company")

15 June 2017 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006 ("2006 Act"), the directors of the Company propose that:

- resolution 1 below is passed as an ordinary resolution (the "Ordinary (a) Resolution"); and
- resolution 2 below is passed as a special resolution (the "Special (b) Resolution"),

(together, the "Resolutions").

# **ORDINARY RESOLUTION**

- 1. That the directors of the Company be generally and unconditionally authorised for the purposes of section 551 of the 2006 Act to exercise all the powers of the Company to allot the relevant securities up to a maximum aggregate nominal amount of £72,676 provided that:
  - a. the authority granted under this resolution shall expire five years after the passing of this resolution; and
  - b. the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all subsisting authorities to the extent unused.

# SPECIAL RESOLUTION

2. That, subject to the passing of resolution 1 above, the directors be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities wholly for cash pursuant to the authority conferred by resolution 1 above as if section 561 of the Companies Act 2006 and any rights of pre-emption (however expressed) contained in the existing articles of association of the Company did not apply to any such allotment.

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

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

Signed:

Name:

For and on behalf of:

..... (COMPLETE IF MEMBER IS A

COMPANY)

Date:

#### NOTES

- If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - (a) **by hand:** delivering the signed copy to Peter Fenichel at the Company's registered office address; or
  - (b) **by post**: returning the signed copy by post to Peter Fenichel at the Company's registered office address; or
  - (c) **by email**: by attaching a scanned copy of the signed document to an email and sending it to peter.fenichel@sblnetwork.com. Please enter "Written resolutions" in the email subject box.

- Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 3. Unless, by 28 days from the Circulation Date sufficient agreement has been received from the required majority of eligible members for the Resolutions to be passed, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us on or before this date.
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19 IUNE 2017

T. JAMIESON

Signed:

Name:

For and on behalf of:

...... (COMPLETE IF MEMBER IS A

COMPANY)

Date:

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Signed:	Man Almo	
Name:	Marc Gerstein	
For and on behalf of:	•••••	(COMPLETE IF MEMBER IS A
Date:	19 June 2017	COMPANY)

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The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

Signed:	0m 57	
Name:	David Hardy	
For and on behalf of:		
Date:	15th June 2017	COMPANY)

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Signed:

Name:

For and on behalf of:

Date:

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Signed:	of Pauthuell	
Name:	T. J. LATHWELL	
For and on behalf of:		•
Date:	15-6-17	COMPANY)

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Signed:

Name:

Declar Tiernas

For and on behalf of: (COMPLETI

For and on behalf of: (COMPLETE IF MEMBER IS A COMPANY)

Date: (COMPLETE IF MEMBER IS A COMPANY)

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Signed:		
Name:	ACEXANDER PILS	WORTH
For and on behalf of:		A
Date:	15-06-2017	COMPANY

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