THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN SPECIAL RESOLUTION
- of -
PTP FUNDING LIMITED

Circulated on 27 June 2016 (the "Circulation Date")

The following resolution was duly passed as an Ordinary Resolution (1 a & b) and a Special Resolution (2) on 27 June 2016 by way of written resolution pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "Act")

ORDINARY RESOLUTION

1   That the Directors are hereby generally and unconditionally authorised under section 551 of the Companies Act 2006 to exercise all powers of the Company to allot shares or to grant rights to subscribe for or to convert any security into shares in the Company provided that –

(a)   the aggregate of the nominal amount of such shares or the nominal amount of the shares in respect of which such securities confer the right to subscribe or convert, shall not exceed £2,400, and

(b)   this authority shall expire on the date of the next annual general meeting of the Company after the passing of this resolution, save that the Company may before such expiry make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or convert securities into shares to be granted after such expiry and the Directors may allot shares or grant rights to subscribe for or convert securities into shares in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTION

2   THAT subject to the passing of resolution number 1 above pursuant to Section 570 of the Companies Act 2006 the provisions of Section 561(1) of the said Act shall not apply to the allotment of any shares which at the time of passing of this resolution the directors propose to allot provided that such allotment is made within one month of the passing of this resolution and is limited to equity securities up to an aggregate nominal amount of £2,400.

Dated   27 June 2016

Name (Director)   Nadeem Magdy Mostafa Siam

Signature

Shareholders' Written Special Resolution – disapplication of pre-emptive rights and authority to allot