

Company number: 09641190

PRIVATE COMPANY LIMITED BY GUARANTEE

WRITTEN RESOLUTION

OF

OPEN BRITAIN LIMITED (the "Company")

**PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006**

SPECIAL RESOLUTION

THAT the articles of association be amended as follows:

- (i) Article 17 is replaced with the following:

"Methods of appointing directors

17.—(1) Any person who is willing to act as a director, and is permitted by law to do so, may be appointed as a director by —

(a) ordinary resolution; or

(b) notice in writing from PV Campaign Ltd, a company incorporated in England with company number 12164827 ("PV Campaign").

(2) In any case where, as a result of death, the company has no members and no directors, the personal representatives of the last member to have died have the right, by notice in writing, to appoint a person to be a director.

(3) For the purposes of paragraph (2), where 2 or more members die in circumstances rendering it uncertain who was the last to die, a younger member is deemed to have survived an older member."

- (ii) Article 18 is replaced with the following:

"Termination of director's appointment

18. A person ceases to be a director as soon as—

(a) that person ceases to be a director by virtue of any provision of the Companies Act 2006 or is prohibited from being a director by law;

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COMPANIES HOUSE

(b) the company receives notice in writing from PV Campaign that the director's appointment is to be terminated;

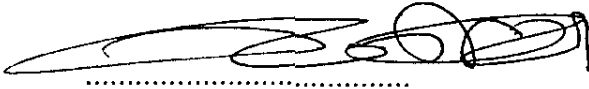
(c) a bankruptcy order is made against that person;

(d) a composition is made with that person's creditors generally in satisfaction of that person's debts;

(e) a registered medical practitioner who is treating that person gives a written opinion to the company stating that that person has become physically or mentally incapable of acting as a director and may remain so for more than three months; or

(f) notification is received by the company from the director that the director is resigning from office, and such resignation has taken effect in accordance with its terms."

By order of the board:

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke, positioned above a dotted line.

Director

16 November 2019

Date

**INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) OF THE COMPANIES ACT
2006**

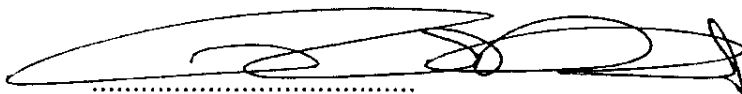
1. Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution.
2. The circulation date of the written resolution is 18 November, 2019 (the **"Circulation Date"**)
3. The procedure for signifying agreement by an eligible member to the written resolution is as follows:
 - (A) A member signifies his agreement to a proposed written resolution when the company receives from him (or someone acting on his behalf) an authenticated document:
 - (i) identifying the resolution to which it relates, and
 - (ii) indicating his agreement to the resolution.
 - (B) The document must be sent to the company in hard copy form or in electronic form.
 - (C) A member's agreement to a written resolution, once signified, may not be revoked.
 - (D) A written resolution is passed when the required majority of eligible members have signified their agreement to them.
4. The period for agreeing to the written resolution is the period of 28 days beginning with the Circulation Date (see Section 297 Companies Act 2006).

AGREEMENT BY ELIGIBLE MEMBERS TO WRITTEN RESOLUTION

We, being together all the eligible members of the Company:

1. confirm that I have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006; and
2. hereby resolve and agree that the above resolution is passed as a written resolution pursuant to Section 288 of the Companies Act 2006 and that the special resolution shall take effect as a special resolution.

Dated: 18 November 2019

A handwritten signature in black ink, appearing to be 'Roland Rudd', written over a dotted line.

Roland Rudd
duly authorised for and on behalf of
PV CAMPAIGN LTD