

THE COMPANIES ACT 2006

Company no. 09794513

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

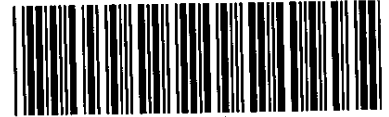
BEWL EVENTS & WATERPARK LIMITED

(the "Company")

Circulation Date - 29 MARCH

2019

FRIDAY



RM *R847906H*
26/04/2019 #30
COMPANIES HOUSE

I, the undersigned, being the sole member of the Company who (at the date of circulation of this resolution) would be entitled to vote on this resolution, hereby agree pursuant to Chapter 2 of Part 13 of the Companies Act 2006, to the passing of the following special resolutions as written resolutions of the Company (the "**Resolutions**").

Each term used in these resolutions which is defined in a Document (as defined below) has the same meaning as in that Document (unless expressly stated otherwise).

SPECIAL RESOLUTIONS

1. **THAT** the articles of association of the Company be amended by the insertion of new Article 26(6) the wordings of which shall be as follows:
 - 1.1 Notwithstanding anything contained in these articles, whether expressly or impliedly contradictory to the provisions of this article 26(6) (to the effect that any provision contained in this article 26(6) shall override any other provision of these articles), the directors shall not decline to register any transfer of shares, nor may they suspend registration thereof, where such transfer:
 - 1.1.1 is to any bank, institution or other person which has been granted a security interest in respect of such shares, or to any nominee of such a bank, institution or other person (or a person acting as agent or security trustee for such person) (Secured Institution) (and a certificate by any such person or an employee of any such person that a security interest over the shares was so granted and the transfer was so executed shall be conclusive evidence of such facts); or
 - 1.1.2 is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares; or
 - 1.1.3 is executed by a Secured Institution or its nominee pursuant to a power of sale or other power existing under such security,

and the directors shall forthwith register any such transfer of shares upon receipt and furthermore notwithstanding anything to the contrary contained in these articles no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee and no Secured Institution or its nominee shall (in either such case) be required to offer the shares which are or are to be the subject of any transfer as aforesaid to the shareholders for the time being of the Company or any of them and no such shareholder shall have any right under the articles or otherwise howsoever to require such shares to be transferred to them whether for any valuable consideration or otherwise.

AGREEMENT

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

The undersigned was at the time the Resolutions were circulated entitled to vote on, and irrevocably agrees to, the Resolutions.

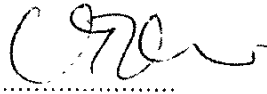
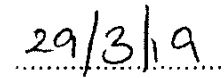
Shareholder

Signature

Date:

Signed by a director of

SQIB Limited

A handwritten signature in black ink, appearing to be 'C. 70' followed by a flourish, written over a dotted line.A handwritten date '29/3/19' in black ink, written over a dotted line.

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:-

- **By Hand:** delivering the signed copy to Christopher James Payne at Markerstudy House, 45 Westerham Road, Bessels Green, Sevenoaks, Kent TN13 2QB.
- **Post:** returning the signed copy by post to Christopher James Payne at Markerstudy House, 45 Westerham Road, Bessels Green, Sevenoaks, Kent TN13 2QB.
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to cosec@markerstudy.com. Please enter "Project Twist - Shareholder Resolutions" in the e-mail subject box.

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

Unless within 28 days of the Circulation Date sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date.

In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.