

Resolutions to be filed with Registrar of Companies

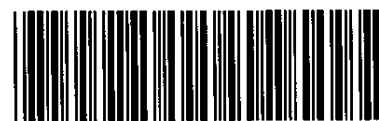
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

**TRANSFORMATION NOUS LIMITED (Company)
(registered number 09849662)**

WEDNESDAY



A30 *A7F9UVK9* #2
26/09/2018
COMPANIES HOUSE

CIRCULATION DATE: 21 September 2018

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed as special resolutions:

1. **THAT** the Company's share capital be sub-divided by 10 from 1,000 Ordinary Shares of £1.00 each into 10,000 Ordinary Shares of £0.10 each.
2. **THAT**, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years from the date 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 and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors.

RESOLUTION

That the foregoing Resolutions be approved.

AGREEMENT

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

The undersigned, the person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed by **ANDREAS HADJITHEORIS**

NOTES

1. *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 by hand or by post to Transformation Nous Limited, 2nd Floor, 97 Jermyn Street, London, SW1Y 6JE.*

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.

2. *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 for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.*

4. *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.*