

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF

FINECUT DESIGN LIMITED (the "Company")

CIRCULATION DATE:

TUESDAY



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company hereby propose that the following resolutions be passed as special resolutions (the "**Resolutions**"):

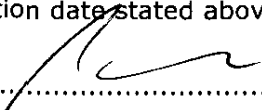
SPECIAL RESOLUTIONS

1. **THAT**, the reclassification of (1) 25 ordinary A shares of £1.00 each in the capital of the Company held by Terence Diver into 25 ordinary C shares of £1.00 each and (2) 25 ordinary B shares of £1.00 each in the capital of the Company held by Christina Diver into 25 ordinary D shares of £1.00 each, be approved.
2. **THAT**, for the purpose of setting out the rights attached to new classes of ordinary C shares of £1.00 each and ordinary D shares of £1.00 each in the capital of the Company pursuant to resolution 1 above, the articles of association of the Company be amended (as per the articles of association attached to this resolution and marked "A" for identification), by:
 - 1.1 the insertion of new definitions of "C Shares" and "D Shares" into article 1.1 to read "*C Shares: means the ordinary C shares of £1.00 each in the capital of the company from time to time;*" and "*D Shares: means the ordinary D shares of £1.00 each in the capital of the company from time to time;*";
 - 1.2 the replacement of the words "50 A Shares and 50 B Shares." in article 2.1 with the words "*25 A Shares, 25 B Shares, 25 C Shares and 25 D Shares.*"; and
 - 1.3 the replacement of the words "the A Shares and the B Shares..." in article 2.2 with the words "*the A Shares, B Shares, C Shares and D Shares...*"

AGREEMENT

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

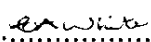
The undersigned, being the person entitled to vote on the Resolutions on the circulation date stated above, hereby irrevocably agrees to the Resolutions:


.....

8-6-17
.....

Paul John Wentworth

Date


.....

8-6-17
.....

Cheryl Ann White


Date


.....

8/6/17
.....

Terence Diver

Date


.....

8-6-17
.....

Christina Diver

Date

NOTES

1. If you agree to 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 the company secretary at the registered office of the Company.
- Post: returning the signed copy by post to the company secretary at the registered office of the Company.

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, prior to 28 days from the date of the Resolutions, 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 during this date.

4. 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.

5. 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.