

Company number: 11188854

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION
OF
KING & CO (SOUTH MIMMS) LTD
(the Company)**

PASSED ON 15 APRIL 2019

In accordance with Chapter 2 of Part 13 of the Companies Act, the following resolution was duly passed as a special resolution on 15 April 2019 by way of written resolution.

SPECIAL RESOLUTION

2. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

THAT, with effect from the date on which these Resolutions are passed, the articles of association of the Company (the **Articles**) be amended as follows:

(i) The below definitions be inserted into the Defined Terms in Article 1 of the Articles in the appropriate alphabetical positions:

"Relevant Shareholder Loans" means all Shareholder Loans advanced to the company by a shareholder who is transferring or proposing to transfer shares.

"Shareholder Loans" means any and all loans advanced to the company by the shareholders.

(ii) The below wording be added to Article 26 of the Articles as a new subsection 26(6):

26(6) Article 26(5) shall not apply to the transfer of shares to:

(a) any entity having a security interest ("Security") over the shares and/or Relevant Shareholder Loans (any such entity being a "Secured Entity"); and/or

(b) a company or other entity to whom such shares and/or Relevant Shareholder Loans are transferred at the direction of a Secured Entity and/or any administrative receiver, administrator, receiver or receiver and manager or similar entity (a "Receiver") pursuant to powers granted to it under the Security, provided that such transfer of shares are delivered to the company for registration in order to perfect or protect any Security of a Secured Entity or is executed by a Secured Entity or Receiver pursuant to a power of sale or other such power under any Security.

Signed:

Director

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10/05/2019

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