

Company Number: 11457402

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

SUISSE PHL (HOLDINGS) LIMITED

WEDNESDAY



Circulation Date: 31st August 2018

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the directors of the Company propose that the resolutions below be and are hereby passed as to resolutions 1 and 2 as ordinary resolutions and as to resolution 3 as a special resolution (**Resolutions**).

ORDINARY RESOLUTION

- 1 That the proposed purchase by the Company of the entire issued share capital of Suisse Property Holdings Limited from (1) Richard Ian Parrott and (2) Lousada Investments Limited be and is hereby approved for the purposes, inter alia, of section 190 of the Act.
- 2 That the directors of the Company be and are hereby authorised for the purposes of section 551 of the Act to exercise all powers of the Company to allot 5,950 Ordinary Shares of £0.01 each in the Company, up to a nominal amount of £59.50, at any time or times during the period of five years from the date hereof and at any time thereafter pursuant to any offer or agreement made by the Company before the expiry of this authority

SPECIAL RESOLUTION

- 3 Subject to the passing of the resolutions set out above that the directors be given general power to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1 above as if section 561 of the Act did not apply to such allotment

Agreement

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

The undersigned, being a person entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Simon Charles Lousada

31/08/2018

Date

Richard Ian Parrott

31/08/2018

Date

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 using one of the following methods: -
 - 1.1 by hand: delivering the signed copy for the attention of Chris Northway of Shakespeare Martineau at Il Exchange Square, 21 North Fourth Street, Milton Keynes MK9 1HL;
 - 1.2 by post: returning the signed copy by post Chris Northway of Shakespeare Martineau at Il Exchange Square, 21 North Fourth Street, Milton Keynes MK9 1HL; or
 - 1.3 by email: by attaching a scanned copy of the signed document to an email and sending it to Chris.Northway@shma.co.uk.

Please enter "Written resolution of Suisse PHL (Holdings) Limited" in the email 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

- 2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 3 Unless, by the expiry of 28 days from 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 the Company (using one of the methods in paragraph 1 above) before or during this date.