

Company number: 11976612

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**  
**- of -**  
**MARKET HALLS HOLDINGS NO 1 LIMITED**  
**(the "Company")**

24 May 2019 (the "Circulation Date")

FRIDAY



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 ordinary and special resolutions (together the "Resolutions").

**ORDINARY RESOLUTION**

1. That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the company to allot shares in the company or to grant rights to subscribe for or to convert any security into shares in the company, up to a maximum aggregate nominal amount of £84,624 (in addition to the issued share capital at the date of this resolution), provided that:
  - (i) the authority granted under this resolution shall expire five years after the passing of this resolution; and
  - (ii) the company may, before such expiry under paragraph (i) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

**SPECIAL RESOLUTIONS**

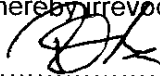
2. That, subject to the passing of resolution 1 above, the directors be generally empowered pursuant to section 570 of the Companies Act 2006 (the "Act") to allot equity securities wholly for cash pursuant to the authority conferred by resolution 1 above as if section 561 of the Act and any rights of pre-emption (however expressed) contained in the articles of association of the company did not apply to any such allotment (the expression "equity securities" and references to the allotment of "equity securities" bearing the same respective meanings in this resolution as in section 560 of the Act).

**AGREEMENT**

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

The undersigned, being the sole member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

Signed:



Name:

*Richard Blund*

For and on behalf of: **MARKET HALLS HOLDING LIMITED**

Date:

*24/5/19*

## NOTES

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions.
2. If you agree to all of 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:
  - (a) **by hand:** delivering the signed copy to Marie Fong Sing at Taylor Wessing LLP; or
  - (b) **by post:** returning the signed copy by post to Marie Fong Sing at Taylor Wessing LLP; or
  - (c) **by email:** by attaching a scanned copy of the signed document to an email and sending it to [m.sing@taylorwessing.com](mailto:m.sing@taylorwessing.com). Please enter "Written resolutions" in the email subject box.]
3. 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.
4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. Unless, by May 2019, your agreement to the Resolutions has been received, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us on or before this date.
6. 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.