

2 does

The Companies Act 2006

KABRA HOLDINGS LIMITED

Company No: 12377478

("the Company")

WRITTEN RESOLUTION OF THE MEMBERS

CIRCULATION DATE: 6 April

2020

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

Special Resolution	For	Against	Abstain
<p>1. AUTHORITY TO ALLOT</p> <p>THAT, in accordance with section 551 of the directors of the Company (Directors) be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £100.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 1 January 2021 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.</p> <p>This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.</p>	X		

WEDNESDAY



A92IR201

A02

08/04/2020

#233

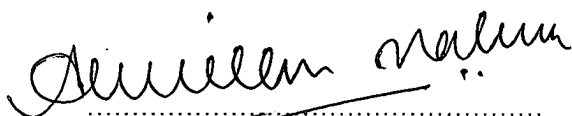
COMPANIES HOUSE

<p>2. DISAPPLICATION OF PRE-EMPTION RIGHTS</p> <p>THAT, subject to the passing of resolution 1 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:</p> <p>2.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £100.00; and</p> <p>2.2 expire on 1 January 2021 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.</p>	X		
--	---	--	--

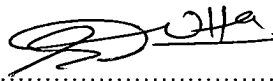
AGREEMENT

Please read the notes at the end of this document before signifying your vote on the Resolutions.

The undersigned, being entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably votes on the Resolutions as indicated above:



Abhishek Kabra



Smita Dutta

NOTES

1. If you wish to vote in favour of a resolution please put an "X" in the For box next to that resolution. If you wish to vote against a resolution please put an "X" in the Against box next to that resolution or leave both boxes next to that resolution blank. Once you have indicated your voting intentions please sign and date this document and return it either by hand or by post to the Registered Office of the Company.

You may not return the Resolutions to the Company by any other method.

If there is no resolution you agree with, 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 date seven days after 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 before or during this date.