

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

MORCAV LIMITED (the "Company")
Company No. SC163661

14 JANUARY 2021 ~~2020~~ ("Circulation Date")

I, being a member of the Company eligible to vote on the undernoted resolution proposed by the directors pursuant to Chapter 2 of Part 13 of the Companies Act 2006 and having read the attached explanatory notes and statements, hereby irrevocably agree to resolution set out below being passed as a Special Resolution of the Company:-

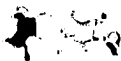
Special Resolution

"That the Loan Agreement and the transaction contemplated by it would promote the success of the Company for the benefit of its members as a whole, would be made from distributable reserves and would not affect the solvency of the Company and further resolved that:

- (a) the terms of, and the transactions contemplated by, the Loan Agreement and any ancillary or related documents:
 - (i) be and are approved; and
 - (ii) are in accordance with and do not contravene the Company's articles of association or other constitutional documents or any law or other obligation of the Company and that the Company execute or sign (as appropriate) and then deliver the Loan Agreement; and
- (b) each director be severally authorised to do any act, matter or thing, and to execute and deliver any document as they may deem necessary or desirable to be done or executed in connection with the Loan Agreement."

Name of shareholder	Brian Nicholas Cavellini
Signature	X <i>B. Cavellini</i>
Date	X 18 th January 2021





NOTES AND STATEMENTS REFERRED TO IN THE ATTACHED WRITTEN RESOLUTION

1. Eligible members are the members who would have been entitled to vote on the Resolution on the Circulation Date.
2. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. 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:
 - **By hand:** delivering the signed copy to Peter D Tweedie, Lindsays, Caledonian Exchange, 19A Canning Street, Edinburgh EH3 8HE.
 - **Post:** returning the signed copy by post to Peter D Tweedie, Lindsays, Caledonian Exchange, 19A Canning Street, Edinburgh EH3 8HE.
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to petertweedie@lindsays.co.uk

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless, within 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. 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.
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.
7. By providing a contact email address, you are expressly authorising the Company to use this address for the purposes of future communications with you. Please ensure that if this address changes in future, you advise the directors of the Company in writing.