



COMPANIES ACT 2006
COMPANY LIMITED BY SHARES

OAR (ABERDEEN) LTD
(Registered Number SC597680)

Written Resolution

Circulation Date: 10 October 2018

10/10/18

Confirmed a true and complete copy

Signed [Signature]
Notary Public

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**Act**"), the directors of OAR (Aberdeen) Ltd (the "**Company**") propose that resolution 1 is passed as an ordinary resolution of the Company and that resolutions 2 and 3 are passed as special resolutions of the Company (together, the "**Resolutions**");

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Act, the directors be, and are hereby, generally and unconditionally authorised to exercise all powers of the Company to allot shares and grant rights to subscribe for, or to convert any security into, up to an aggregate nominal amount of an additional £9,999,998 of shares in the Company (in addition to the shares issued on incorporation) comprised of (i) 4,999,999 A ordinary shares of £1.00 and (ii) 4,999,999 B ordinary shares of £1.00, each in the capital of the Company, such shares having the rights and being subject to the restrictions set out in the Articles of Association of the Company for the time being. This authority shall expire (unless previously varied as to duration, revoked or renewed by the Company in general meeting) on 31 December 2018, except that the Company may before such expiry make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired, and this authority shall be in substitution for all existing authorities to allot to the extent unused.

SPECIAL RESOLUTIONS

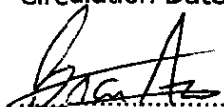
2. THAT the directors be, and are hereby, empowered pursuant to section 570 of the Act to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred on them by Resolution 1, as if section 561 of the Act and any rights of pre-emptions in the Company's articles of association (if any) did not apply to such allotment.
3. THAT the Company's acquisition of 25 A ordinary shares of £1 and 25 B ordinary shares of £1, each in the capital of KDP (Aberdeen) Limited (SC222795), from Fiona Arris and Brian Arris respectively (it being noted that the consideration for the shares to be acquired by the Company would be satisfied by the issue of the A ordinary shares and B ordinary shares pursuant to Resolution 1 above) on or around the date

of these Resolutions be, and is hereby, approved for the purposes of section 190 of the Act.

AGREEMENT

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


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



Brian Arris

10/10/18

Date



Fiona Arris

10/10/18

Date

Notes

- 1 If you agree to 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 or by Post: delivering the signed copy for the attention of Christopher Allan, c/o Thorntons Law LLP, Whitehall House, 33 Yeaman Shore, Dundee, DD1 4BJ; or

By Email: for the attention of Christopher Allan at callan@thorntons-law.co.uk.

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 sufficient agreement has been received for the Resolutions to be passed within 28 days of the Circulation Date, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
- 4 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.