

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

TUESDAY



A08 *A7JM2UMP* 27/11/2018 #179
COMPANIES HOUSE

WRITTEN RESOLUTION

Of

VENTRA 15 LIMITED
(the "Company")

23rd November 2018 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a written resolution of the Company, having effect as a special resolution (the "Resolution").

SPECIAL RESOLUTION

1. THAT the Articles of Association of the Company be altered by the adoption of a new article as Article 2.5 as follows:

"Notwithstanding anything contained in these Articles, the Directors shall not decline to register any transfer of shares, whether or not fully paid, nor may they suspend registration thereof where such transfer:

(a) is to any bank or institution to which such shares have been charged by way of security or to any nominee of such a bank or institution (a "Secured Institution"); or

(b) is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares; or

(c) is executed by a Secured Institution or its nominee pursuant to the power of sale or other power under such security.

Furthermore, notwithstanding anything to the contrary contained in these Articles:

(a) no transferor or proposed transferor of any shares in the Company to a Secured Institution and no Secured Institution shall as transferor or proposed transferor be required to offer to the shareholders for the time being of the Company or any of them the shares which are or are to be transferred; and

(b) no shareholder for the time being of the Company shall have any right under the Articles or otherwise howsoever to require shares which are the subject of a transfer or proposed transfer referred to in (a) above to be transferred to them whether for consideration or not."

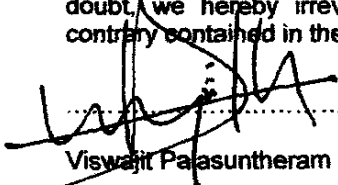
WGS Solicitors
133 PRAED STREET
LONDON
W2 1RN

WE CERTIFY THIS TO BE A TRUE COPY
OF THE ORIGINAL DOCUMENT
THIS 26 DAY OF November 2018
WGS solicitors

AGREEMENT

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

We, the undersigned, the shareholders of the Company entitled to vote on the Resolutions on 23rd November 2018, hereby irrevocably agree to the Resolutions and, for the avoidance of doubt, we hereby irrevocably agree to the Resolutions notwithstanding anything to the contrary contained in the articles of association:-

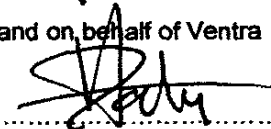


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Viswajit Palasuntheram

For and on behalf of Ventra 15 Limited

Date: 23rd November 2018



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Nishma Palasuntheram

For and on behalf of Ventra 15 Limited

Date: 23rd November 2018