

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

HIBU GROUP LIMITED (the "Company")

PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH  
SECTION 291 OF THE COMPANIES ACT 2006 and PASSED as a SPECIAL RESOLUTION  
on 15 MAY 2020

SPECIAL RESOLUTION

THAT the requirements for the Company under Article 79 and Schedule 1 of the Company's articles of association (the "Articles") to:

- (A) provide to Shareholders an annual budget for the current (or, as the case may be, forthcoming) financial year of the Company as soon as the same become available but in any event no later than the date falling 45 days after the end of each of the preceding financial years of the Company; and
- (B) include, within:
  - (i) the audited consolidated financial statements of the Company for the relevant financial year of the Company to be provided to shareholders as soon as they are available, but in any event within 120 days of the end of each of financial years of the Company; and
  - (ii) in respect of each financial quarter (being the period commencing on the day after each of 31 March, 30 June, 30 September and 31 December and ending on the next, as applicable, of 31 March, 30 June, 30 September and 31 December) that is not also the end of a financial year of the Company, the unaudited consolidated financial statements of Topco for that financial quarter, as soon as they are available, but in any event within 60 days after the end of each financial quarter that is not also the end of a financial year of the Company,

a forecast for the remainder of that financial year of the Company,

BE AND ARE HEREBY WAIVED until 31 March 2021 and any breach of Article 79 and Schedule 1 of the Articles that may arise or have arisen by the Company's failure to provide such information to Shareholders prior to 31 March 2021 be and is HEREBY RATIFIED and each Director of the Company be and is HEREBY RELEASED from any liability to the Company and all claims and demands the Company may have against each of them in respect of any of such failure to provide such information to Shareholders in breach of Article 79 and Schedule 1 of the Articles.

By order of the Board:

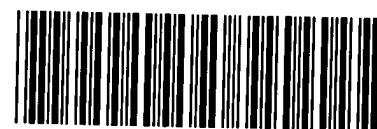


Company Secretary

20 May 2020

Date

WEDNESDAY



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03/06/2020

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COMPANIES HOUSE