## **THE COMPANIES ACT 2006**

## WRITTEN SPECIAL RESOLUTION

of

## PROJECT MAJI LIMITED COMPANY NUMBER (10650273) (Company)

(Passed 1st November 2018)

Circulation Date: 1st November 2018

The director of the Company proposes that the following resolutions are passed as Special Resolutions in accordance with Chapter 2 of Part 13 of the Companies Act 2006:

- 1. THAT the aggregate nominal/par value of the issued share capital of the Company being £1 immediately prior to the passing of this Resolution and comprising of one £1 ordinary share be and is hereby, redenominated into the currency of US Dollars at the Bank of England's spot rate of exchange on 30<sup>th</sup> October 2018, being 1.2731 US Dollars for every £1, following which the aggregate redenominated nominal/par value of the existing issued share capital of the Company will be 1.2731 US Dollars.
- 2. THAT, for the purpose of adjusting nominal/par values of the issued and redenominated shares in the Company, in order to create nominal/par values that are, in the Company's reasonable opinion, more suitable the Company's aggregate issue share capital, being 1.2731 US Dollars following the redenomination effected by Resolution 1, be and is hereby reduced by an amount of 0.2731 US Dollars by reducing and cancelling 0.2731 US Dollars in nominal/par value of the ordinary shares.
- 3. THAT, in accordance with section 551 of the 2006 Act, the Director be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of \$750,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2018. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the 2006 Act.
- 4. THAT, subject to the passing of the above resolution and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by the above resolution, as if

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section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall.

- (a) be limited to the allotment of equity securities up to an aggregate nominal amount of \$750,000.
- (b) expire on 31 December 2018 (unless renewed, varied or revoked by the Company prior to or on that date).

## **AGREEMENT**

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

The undersigned, being persons entitled to vote on the Special Resolutions, hereby irrevocably agree to the Special Resolutions.

NAME	SIGNATURE	DATE
SUNIL LALVANI		1/11/2013

NOTES

- 1. If you agree with the Special Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company. If you do not agree to the Special Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- Once you have indicated your agreement to the Special Resolutions, you may not revoke your agreement.
- 3. Unless, by 28 days from the date of circulation of the resolution, sufficient agreement has been received for the Special Resolutions to pass, it will lapse. If you agree to the Special Resolutions, please ensure that your agreement reaches us before this date.
- 4. 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.
- 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.