

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE MEMBERS
OF
OUTER LIMITS LTD ("the Company")

Company Number: 11768712

CIRCULATION DATE: 16th April 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("the **Act**"), the directors of the Company propose that the following resolutions ("the **Resolutions**") are passed as ordinary resolutions and special resolutions:

ORDINARY RESOLUTIONS

1. *"THAT the 20 Ordinary shares of £1.00 each in the capital of the Company be and are hereby re-designated as 10 issued A Ordinary shares of £1.00 and 10 issued B Ordinary shares of £1.00 each having the rights and being subject to the restrictions set out in the articles of association."*
2. *"THAT in accordance with section 551 of the Act, the directors be generally and unconditionally authorised to allot 30 A Ordinary shares of £1.00 each in the Company, 30 B Ordinary shares of £1.00 each in the Company and 20 C Ordinary shares of £1.00 each in the Company up to an aggregate nominal amount of £80.00."*

SPECIAL RESOLUTIONS

3. *"THAT, subject to the passing of resolution 2 above and in accordance with section 570 of the Act, the Directors be generally empowered to allot shares in the Company pursuant to the authority conferred by resolution 2, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:*
 - (a) be limited to the allotment of shares up to an aggregate nominal amount of £80.00; and*
 - (b) expire five years from the date of passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date).*

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COMPANIES HOUSE

DECLARING THAT pursuant to Section 291 of the Act, circulation of this written resolution can be effected by sending a separate copy to each of the eligible members simultaneously (so far as reasonably practicable) or if it is possible to do so without undue delay by sending the same copy to each eligible member consecutively, or by a combination of any of these. Circulation can be effected by hard copy form, electronic form or by means of a website. In the case of a written resolution proposed by members, the Company must send or submit copies (or, if copies are sent or submitted to members on different days, the first of those copies) not more than 21 days after it becomes subject to the requirement under Section 292 to circulate the resolution.

The undersigned, being the members of the Company entitled to vote on the Resolutions on
16th April 2019, hereby irrevocably agree to the Resolutions.

I agree, 
Michael David Allan Grieve

16th April 2019
Date

I agree, 
Barry Price

16th April 2019
Date

ACCOMPANYING STATEMENT

1. 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 David Beveridge at c/o Macdonald Henderson, 4th Floor, Standard Buildings, 94 Hope Street, Glasgow, G2 6PH.

- **Post:**

David Beveridge at c/o Macdonald Henderson, 4th Floor, Standard Buildings, 94 Hope Street, Glasgow, G2 6PH.

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, within 28 days from the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during 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.
5. 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.