

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF
ASTON BARCLAY WESTBURY LIMITED (the "Company")
COMPANY NUMBER: 00849305

23 December 2019 (the "Circulation Date")

We, the undersigned, being the sole member of the Company who (at the date of circulation of this resolutions) would be entitled to vote on this resolutions, hereby agree pursuant to Chapter 2 of Part 13 of the Companies Act 2006, to the passing of the following resolutions required to be passed (the "Resolutions").

Special resolutions

THAT the articles of association of the Company be amended as follows:

THAT article 33(5) be deleted in its entirety and replaced by the following wording

"Subject to article 33(6), the directors may refuse to register the transfer of a share, and if they do so, the instrument of transfer must be returned to the transferee with the notice of refusal unless they suspect that the proposed transfer may be fraudulent."

THAT a new article 33(6) be added as follows:

"The directors shall not refuse to register any transfer of shares, nor may they delay registration of any shares, which have been charged or mortgaged by way of security and where:

- (a) the transfer is to the person to whom those shares have been charged or mortgaged (the **Mortgagee**) or its nominee;
- (b) the transfer otherwise arises from the enforcement of the Mortgagee's rights in or to the shares; or
- (c) where the Mortgagee has consented to the transfer as a condition of the release of its security over the shares "

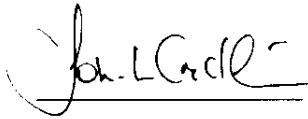


Agreement

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

The undersigned, being the only person entitled to vote on the Resolutions on 23 December 2019, hereby irrevocably agrees to the Resolutions

Signed by



for and on behalf of

Aston Barclay Limited

Date: 23 December 2019

Notes

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to the Company at its registered office
2. 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.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, by the date which is 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date