

Company No. 02909622

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
SION HOLDINGS (2009) LIMITED

(THE "COMPANY")

13 December 2016 (the "Circulation Date")

THURSDAY



Pursuant to Chapter 2 Part 13 of the Companies Act 2006 ("CA 2006"), the director of the Company (the "Director") proposes that the resolutions below be passed as special resolutions (the "Resolutions")

SPECIAL RESOLUTIONS

1. THAT the issued share capital of the Company be reduced from £439,375 00 to £0 50 by cancelling and extinguishing 878,749 of the issued Ordinary shares of £0.50 each in the Company, each of which is fully paid up, and the amount by which the share capital is so reduced be credited to a distributable reserve.
2. THAT the share premium account and the capital redemption reserve of the Company be cancelled and the amounts of the share premium account and the capital redemption reserve so cancelled be credited to a distributable reserve.

AGREEMENT

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

The undersigned, a person entitled to vote on the above Resolutions on the Circulation Date hereby irrevocably agrees to the Resolutions:

Signed by Andrew Grant
for and on behalf of
JIM Nominees Limited



Date:

13 December 2016

NOTES

1. Please find accompanying this document a copy of the solvency statement made by the Director for the purposes of section 642 CA 2006 and dated 13 December 2016
2. If you agree to the 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 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 28th day following the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to these Resolutions, please indicate your agreement and notify us as soon as possible.
5. 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.
6. 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.