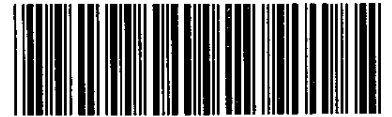


WEDNESDAY



\*L8KJLCSW\*

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18/12/2019

#107

COMPANIES HOUSE

**COMPANIES ACT 2006 ("the Act")**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION OF DISPATER RESERVE POWER LTD ("the Company")**  
(a company registered in England no. 09379623)

CIRCULATION DATE: ..... 18/12/ 2019

DATE PASSED: ..... 18/12/ 2019

Pursuant to Chapter 2 of Part 13 of the Act, the directors of the Company propose that the resolution below is hereby passed as a special resolution ("**Resolution**"). The Resolution is being proposed in connection with a proposed reduction of the Company's share capital and a solvency statement made by the directors of the Company on the date hereof relating to that proposed reduction of capital is attached to this document.

**SPECIAL RESOLUTION**

That, pursuant to Chapter 10 of Part 17 of the Act and subject to the approval of the Registrar of Companies, the share capital of the Company be and hereby is reduced by the cancellation of the amount standing to the credit of the share premium account of the Company and the cancellation and extinguishing of 4,999,001 ordinary shares of £0.01 in the capital of the Company ("**Ordinary Shares**") (constituting £49,990.01 in aggregate of nominal capital), with effect that 1,000 Ordinary Shares (constituting £10.00 in aggregate of nominal capital) shall remain in issue, and the amounts so cancelled be transferred to the profit and loss account of the Company and accordingly set free for distribution to its members.

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

**AGREEMENT TO WRITTEN RESOLUTION:**

We, the undersigned, being all the members entitled to vote on the Resolution on the circulation date set out at the beginning of this document, hereby irrevocably agree to the Resolution:

For and on behalf of  
**TM Trading Limited**

as attorney for

**Octopus Investments Nominees Limited and OCS Services Limited**

**NOTES:** If you agree with the Resolution please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by post to the company secretary or by email (in PDF format) to: peter.mayhew@shma.co.uk. If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement. Unless within 28 days of the circulation date set out on the beginning of this document, sufficient agreement has been received for the Resolution to be passed, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date. 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.