

Company No. 03479178

WRITTEN RESOLUTION OF THE SOLE MEMBER OF

Menlo Investments Limited

(the "Company")

Circulation Date: 18 May 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "Resolution").

THAT, the directors of the Company having on 18 May 2017 made a solvency statement under and in accordance with sections 642 to 644 of the Companies Act 2006, 99,000 of the 100,000 ordinary shares having a nominal value of £1.00 each and issued at no premium be cancelled and extinguished in full, with the result that the current issued share capital of the Company of £100,000 (comprising 100,000 ordinary shares having a nominal value of £1.00 each) is reduced to £1,000 (comprising 1,000 ordinary shares having a nominal value of £1.00 each) and that the reserve of £99,000 arising from such reduction be treated as a realised profit in accordance with the Companies Act 2006.

By Order of the Board


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Director of Menlo Investments Limited

THURSDAY



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18/05/2017

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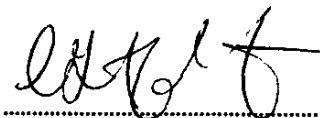
COMPANIES HOUSE

AGREEMENT

Before signifying your agreement to the Resolution, please read the notes at the end of this document.

The undersigned, being the person entitled to vote on the Resolution on 18 May 2017, hereby irrevocably agrees to the Resolution.

Signed on behalf of
Barclays Group Holdings Limited



Date 18 May 2017

NOTES:

- 1 If you agree to 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.
- 2 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.
- 3 Any alterations to this document should be clearly legible and initialled.
- 4 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 5 Unless, by midnight on 25 May 2017, sufficient agreement has been received for the Resolution to pass, the Resolution will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before this time.
- 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.

The above special resolution was passed as a written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on 18 May 2017, the signatory being duly authorised to sign the written resolution on behalf of the sole member of the Company.



Director of Merilo Investments Limited