Annex A: Shareholder's Resolution

WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER
OF
POSTSCRIPTUM PARTNERS UK LTD (Company No. 11284120)
(the "Company")

WRITTEN RESOLUTION OF SHAREHOLDERS HOLDING 100% OF THE ORDINARY SHARES
ISSUED BY THE COMPANY

We being the holders of all 10 ordinary shares of £0.10 each in the Company ("Ordinary Shares") and thereby holding 100% of the voting shares hereby RESOLVE BY SPECIAL RESOLUTION as follows:

1. To approve the creation of up to 500,000 non-voting redeemable preference shares in the capital of the Company (the "Redeemable Preference Shares"), each such non-voting Redeemable Preference Share having a nominal value of GBP 1.00;

2. To amend the model articles of association of the Company, as adopted on 29 March 2018 ("Articles"), to reflect the creation of the Redeemable Preference Shares, IT BEING NOTED that the Redeemable Preference Shares shall have the following rights:
   a. no voting rights;
   b. a preferred right to a cumulative dividend of 5% per annum;
   c. redemption at the option of the holder of the Redeemable Preference Shares upon delivery of written notice to the Company to such effect, provided always that no such redemption shall be permitted unless PPUK shall have positive net assets immediately following such redemption; and
   d. for repayment upon winding up, administration, liquidation, or other return of capital proceedings, the Redeemable Preference Shares shall rank equally with the Ordinary Shares in the capital of PPUK, and after all other debts and liabilities of the Company;

3. To authorize any director, officer, or authorized signatory of the Company to submit a copy of these resolutions in writing and the revised Articles to the Registrar of Companies without delay.

Signed by:
For and on behalf of Postscriptum Partners Ltd

Effective Date: 31/03/2019