

GOVERNANCE & AUTHORISATIONS DOCUMENTS
SUPPORTING DIRECTOR APPOINTMENTS & RESIGNATIONS
(& OTHER JET AND JET SERVICES RESOLUTIONS)

JAN 2019

RESOLUTIONS INCLUDED HEREIN IN SUMMARY AS OF 01-02-18

- 1) Appointment of Multiple New Directors to JET & JETS
- 2) Bonus Pool Definition
- 3) Reduction in Bank Mandate Access to Jason Earl, Albie Turner, Adam Voce, George Busfield and all others revoked.
- 4) Re-adoption of GCV Contract
- 5) Disbursements Acknowledgment

Company number 10344336
THE JET GROUP LIMITED
("the company")

Written Resolution(s) of the Director(s) of the Company

Following due and careful consideration, the undersigned, currently being all the directors of the above named Company, hereby consent to and adopt in writing the following resolutions outlined below, as may have previously been agreed by the company or not, **but in any event such be it that it is unanimously resolved that:**

1. These resolutions may be signed by the director(s) in as many counterparts as may be necessary, each of which is signed shall be deemed to be an original and such counterparts together shall constitute one and the same instrument, and notwithstanding the date of execution shall be deemed to bear the effective date as set forth below.
2. Executed copies of these resolutions may be delivered by electronic transmission and it shall not be necessary to confirm execution by delivery of the originally executed documents.
3. Mr Alex Petrov, Mr Ivaylo Dimitrov, Miss Desislava Shtereva, Mr Alex Piper, Mr Philip Williams, Mrs R Hulme and Mr R Hulme, Mr G Busfield, Mr A Voce, Mr J Voce, be appointed as directors of the company with immediate effect, save only in the event that any one or more of the individuals named in this clause chooses to rescind their agreement to be appointed as a director prior to the completion of their formal appointment, as is to be defined by the completion of the appropriate director appointment "paperwork" in the form of the documentary submissions required to companies' house at any time in the future.

In the event of any conflict the appointment of each individual as a director of the company is to be confirmed and assured forthwith save only as to express written and signed documentary evidence to the contrary from each and every individual in isolation.

4. The details as required for the directorial appointments indicated above have been provided to a representative of the company in order that these appointments can be implemented in due course in the near future or soon thereafter.
5. The board of the company agrees to allocate 25% of pre-tax non-exceptional profits to the 'bonus pool' of the company in April each year following agreement and / or sign off of the company's March management accounts. 15% of this 25% stated is to be shared across the senior executives of the company which is to be limited in number to three individuals maximum. In the event of any disagreement on allocations of any of the bonus pool the decision shall be referred to either Mr Alex Petrov or Mr Ivaylo Dimitrov as Non-Executive Directors and / or independent Consultants to the company as may be the circumstance at any point in time and their decision shall be binding and final in any event.
6. The Board of the company irrevocably agrees to reduce access to all company's banking mandates across all company bank accounts to be reduced and now limited forthwith to be only Jason Earl, Albie Turner, Adam Voce and George Busfield and for all other parties access to be revoked immediately forthwith and from this point forward for George Busfield or Adam Voce's approval to be a prerequisite one of the two persons required in any approval of any and all payments by the company whatsoever.
7. The company irrevocably agrees to sign (or resign) and adopt the consulting services agreement contract between the company and GCV Ltd (and any other GCV or GINKGO nominated entity as inferred in the contract) from today and until further notice subject to the terms of the contract and until the contract is terminated according to the agreements and directions specified therein.
8. In the event that the company and GCV Ltd (or any otherwise so nominated entity) mutually agree that the work being completed by the consultants is actually work being completed on behalf of another company or entity, both parties agree to mutually pursue and seek recompense from such third party in order to justly and equitably compensate any payments made on any third parties behalf.

DATED effective as of the 1st day of February 2018.



Jason Earl

Company number 10283570
THE JET GROUP SERVICES LIMITED
("the company")

Written Resolution(s) of the Director(s) of the Company

Following due and careful consideration, the undersigned, currently being all the directors of the above named Company, hereby consent to and adopt in writing the following resolutions outlined below, as may have previously been agreed by the company or not, **but in any event such be it that it is unanimously resolved that:**

1. These resolutions may be signed by the director(s) in as many counterparts as may be necessary, each of which is signed shall be deemed to be an original and such counterparts together shall constitute one and the same instrument, and notwithstanding the date of execution shall be deemed to bear the effective date as set forth below.
2. Executed copies of these resolutions may be delivered by electronic transmission and it shall not be necessary to confirm execution by delivery of the originally executed documents.
3. Mr Alex Petrov, Mr Ivaylo Dimitrov, Miss Desislava Shtereva, Mr Alex Piper, Mr Philip Williams, Mrs R Hulme and Mr R Hulme, Mr G Busfield, Mr A Voce, Mr J Voce, be appointed as directors of the company with immediate effect, save only in the event that any one or more of the individuals named in this clause chooses to rescind their agreement to be appointed as a director prior to the completion of their formal appointment, as is to be defined by the completion of the appropriate director appointment "paperwork" in the form of the documentary submissions required to companies' house at any time in the future.

In the event of any conflict the appointment of each individual as a director of the company is to be confirmed and assured forthwith save only as to express written and signed documentary evidence to the contrary from each and every individual in isolation.

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8. In the event that the company and GCV Ltd (or any otherwise so nominated entity) mutually agree that the work being completed by the consultants is actually work being completed on behalf of another company or entity, both parties agree to mutually pursue and seek recompense from such third party in order to justly and equitably compensate any payments made on any third parties behalf.

DATED effective as of the 1st day of February 2018.



Jason Earl

BACKUP

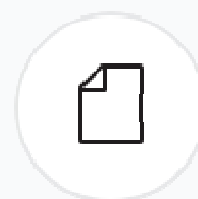
From: George Eaton-Busfield
Sent: 01 February 2018 08:30
To: BACKUP
Subject: FW: You've received a document via HelloSign
Attachments: Board_Resolutions_1.pdf

From: noreply@mail.hellosign.com On Behalf Of RANsquawk
Sent: 01 February 2018 08:29:23 (UTC+00:00) Dublin, Edinburgh, Lisbon, London
To: George Eaton-Busfield
Subject: You've received a document via HelloSign



ACTION REQUESTED

Jason Earl has sent you a document



[VIEW DOCUMENT](#)

DOCUMENT

Board Resolutions 1

Thanks,

The RANsquawk Team



Warning: To prevent others from accessing your document, please do not forward this email.

THE HelloSign TEAM



301 Howard St, Ste 200, San Francisco, CA 94105

BACKUP

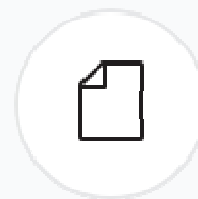
From: George Eaton-Busfield
Sent: 01 February 2018 08:32
To: BACKUP
Subject: FW: You've received a document via HelloSign
Attachments: Board_Resolutions_2.pdf

From: noreply@mail.hellosign.com On Behalf Of RANsquawk
Sent: 01 February 2018 08:31:41 (UTC+00:00) Dublin, Edinburgh, Lisbon, London
To: George Eaton-Busfield
Subject: You've received a document via HelloSign



ACTION REQUESTED

Jason Earl has sent you a document



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Board Resolutions 2

Thanks,

The RANsquawk Team



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THE HelloSign TEAM



301 Howard St, Ste 200, San Francisco, CA 94105



2/1/2018



Go figure ... crazy life !!

04:11 ✓✓

obv I love the last one .. but the two above are current distractions
(confidential fyi because one is connected to people I know x)

04:50 ✓✓

Still up ?

04:56 ✓✓

Need to sort some bits so keep phone next to u

04:56 ✓✓

Oh dear .. sleep seems not to have helped.

07:16 ✓✓

Oh dear .. sleep seems not to have helped. I shall be staying out of it .. I will
revert in due course re documents and papers etc. I will be directed by you
(Jase) / lints and Voce. I will not discuss directly.

07:19 ✓✓



JET - Board Written Re...



DOC • 38 kB

07:38 ✓✓



JETS - Board Written R...



DOC • 38 kB

07:38 ✓✓

Jason ... please sign these duplicates and send a scan / or pic and return
asap please. Already spoken to Albie to amend bank mandates and in
hand. Will not publicise as discussed but Mehuls approach this am is
obviously not what hoped.

07:40 ✓✓

got them?

08:10 ✓✓

both need signing please and returning

08:11 ✓✓

Should be with you via email

08:32



Type a message

