

Definitions

“EGM” or “Meeting”	The Extraordinary General Meeting of the Company to be held at the Sloane Club, 60 Lower Sloane Street, London, SW1W 8BP at 3.00pm on Thursday 17 th October or any adjournment thereof
“Articles”	the articles of association of the Company
Avenir Registrars	Avenir Registrars Limited, 5 St Johns Lane, London EC1M 4BH
“Board” or “Directors”	the board of directors of the Company and “ Director ” shall mean any one of them
“Business Day”	a day on which banks are generally open for business in London and Guernsey other than a Saturday or Sunday
“Company”	Cindrigo Holdings Limited, a Guernsey domiciled limited liability company incorporated on 24 November 2014 with registration number 59383.
“CREST”	the system for paperless settlement of trades and holdings of uncertificated shares administered and operated by Euroclear
“CRESTCo.”	CRESTCo Limited, a company incorporated in England and Wales, being the operator of CREST
“CREST Manual”	the document entitled “CREST Reference Manual” issued by Euroclear
“CREST Regulations”	the Uncertificated Securities (Guernsey) Regulations, 2009
“Euroclear”	Euroclear UK & Ireland Limited
“Existing Ordinary Shares”	existing ordinary shares in the Company having the rights and being subject to the restrictions set out in the Articles and which currently have a nominal value of £2.667609 each.
“New Ordinary Shares”	new ordinary shares created in the Company following having the rights and being subject to the restrictions set out in the Articles and which will have a nominal value of £2.667609 each.
“Non-Qualified Person”	any person to whom a transfer of Shares would be in breach of any laws or requirements of any country or governmental authority or in circumstances (whether directly or indirectly affecting such persons and whether taken alone or in conjunction with any other persons connected or not or any other circumstances appearing to the board to be relevant) which in the opinion of the board, might result in the Company incurring any liability to taxation or suffering any pecuniary or regulatory disadvantage which the Company might not otherwise have incurred or suffered
“Notice, or “Notice of Annual General Meeting” “Notice of EGM “	the notice of EGM set out at the attachment to this document
“Proxy Appointment”	the appointment of a proxy on behalf of a Shareholder in accordance with the procedures described in this document
“Proxy Form”	the form of appointment of proxy enclosed with this document
“Relevant Securities”	as defined in the Articles
“Shareholders”	the holders of the Shares and “ Shareholder ” means any one of them