

CERTIFIED TRANSLATION FROM THE GERMAN LANGUAGE

Annex 1: Articles of Association for Technical Solutions Berlin GmbH

1. Company name and situation of registered office

(1) The name of the Company is: Technical Solutions Berlin GmbH.

(2) The Company's registered office is in Berlin.

2. Objects of the Company

The objects of the Company are to develop software and provide IT consulting services.

3. Share capital and shares

(1) The share capital amounts to EUR 25,000.

(2) Of the shares in the share capital,

Mr Simon David Redfern shall take 25,000 shares of EUR 1 each, shares numbered 1 to 25,000.

(3) The contributions shall be payable in full immediately.

4. Disposing of shares

The assignment of shares and any other disposal of shares shall require the approval of the General Meeting of Shareholders, passed by a two thirds majority of votes cast, in order to be effective.

5. Directors and representation

(1) The Company shall have one or several Directors.

(2) The Company shall be represented,

a) if it has only one Managing Director, by such Managing Director;

b) if it has several Managing Directors, by two Managing Directors jointly, or one Managing Director together with an authorised signatory [*Prokurist*]¹.

¹ Translator's note: Translator's comments and additions are in square brackets.

- (3) The shareholders can resolve, by a majority of 75 per cent of votes cast,
- a) to authorise Managing Directors to solely represent the Company,
 - b) to release Managing Directors, generally or in a given case, from the restrictions of section 181 of the *BGB*²,
 - c) to appoint a Managing Director with the proviso that such Managing Director can only be removed for good cause.

6. Shareholders' General Meeting

(1) Shareholders' General Meetings shall be held at the Company's seat or any other place agreed to by all shareholders.

(2) Shareholders' General Meetings shall be called by the Company management by written invitation to all shareholders, giving two weeks' notice.

(3) The Shareholders' General Meeting shall have a quorum if at least 80 per cent of the share capital is represented.

7. Right to inspection and information

Each shareholder can – in or outside a General Meeting of Shareholders – request information on the Company affairs and inspect the Company's accounts and records.

8. Financial Year

The financial year of the Company is the calendar year.

9. Notifications

Company notifications shall only be published in the electronic *Bundesanzeiger* [Federal Gazette].

10. Costs of incorporation

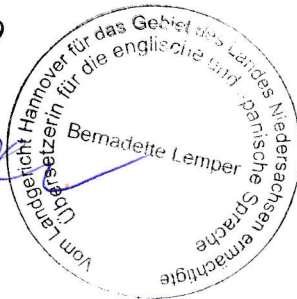
The Company shall bear the costs associated with its incorporation, more specifically the costs of legal and tax advice, notarial, court and publication costs as well as taxes, up to a total amount of EUR 3,000.

² Translator's note: The *BGB* or *Bürgerliches Gesetzbuch* is the German Civil Code.

END OF TRANSLATION

I certify that the foregoing translation is, to the best of my knowledge and belief, a true and correct translation of the German document that was presented to me as a non-certified (PDF) photocopy.

Hann. Münden, 20 January 2019



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