



Jersey Financial  
Services Commission  
Companies Registry

**COMPANIES (JERSEY) LAW 1991**

**CERTIFICATE OF  
CONTINUANCE  
OF A LIMITED COMPANY**

**Registered Number 127571**

I hereby certify that pursuant to Article 127(0) of the Companies (Jersey) Law 1991, as amended, that all requirements of the said Law in respect of Continuance within the Island of Jersey have been satisfied and that

**WENTWORTH RESOURCES PLC registration number 127571**

Originally incorporated in the jurisdiction of Canada has today been incorporated in Jersey as a public company

**Dated this 26 October 2018**

***For and on behalf of the Registrar***



Authentication ID  
8fb9bd7e-3196-47b4-b06b-b018517c2edc



Jersey Financial  
Services Commission  
*Companies Registry*

127571

26 October 2018

The Jersey Financial Services Commission (the **JFSC**), HEREBY GRANTS THIS CONSENT, pursuant to Article 2 or 5 of the Control of Borrowing (Jersey) Order, 1958, as amended, (**the Order**) to:

**WENTWORTH RESOURCES PLC (the Company)**

to issue an unlimited number of shares.

**This consent is granted subject to the following conditions:**

1. That, subject to the exceptions detailed in paragraphs i) to iv) below, the prior approval of an officer of the JFSC be sought and obtained for any change to any beneficial owner or controller of the Company named in the application for consent under Article 2 or 5 of the Order and for any subsequent change to any beneficial owner or controller of the Company.

This condition no 1 does not apply:

- i) Where a person registered with the JFSC to carry on trust company business under the Financial Services (Jersey) Law 1998, as amended, provides any services to the Company that constitute trust company business, as defined in that Law, carried on by such person
  - ii) Where as a result of any change a person has or ceases to have an ownership interest totalling less than 25% in the Company
  - iii) Where the change of ownership and/or control relates only to the creation or enforcement of a security interest over shares in the capital of the Company, in accordance with the Security Interests (Jersey) Law 1983, as amended, or the Security Interests (Jersey) Law 2012, as amended (or any law substituted thereafter) or any other security governed by foreign law or
  - iv) Where securities of the Company are listed on an IOSCO-compliant market (as defined in the Money Laundering (Jersey) Order 2008) or on a regulated market (as defined in the Money Laundering (Jersey) Order 2008) or where the Company is wholly owned by a company whose securities are listed on such a market.
2. That, subject to the exceptions detailed below, the Company must notify the JFSC within 21 days of the Company having knowledge that: (a) any person has become a beneficial owner or controller of the Company; or (b) any person has ceased to be a beneficial owner or controller of the Company; or (c) any beneficial owner or controller of the Company has changed their identity, in each case in such manner as may be specified by the JFSC from time to time.

Authentication ID

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T: +44 (0)1534 822030 **Regulatory Misconduct Whistleblowing Line:** +44 (0)1534 887557

E: [registry@jerseyfsc.org](mailto:registry@jerseyfsc.org) W: [www.easycompanyregistry.je](http://www.easycompanyregistry.je) **Take command of your finances:** [www.ProtectYourMoney.je](http://www.ProtectYourMoney.je)



26 October 2018

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This condition no. 2 does not apply:

- i) where a person registered with the JFSC to carry on trust company business under the Financial Services (Jersey) Law 1998, as amended, provides any services to the Company that constitute trust company business, as defined in that Law, carried on by such person, and such person has applied simplified identification measures under Article 18(6A) of the Money Laundering (Jersey) Order 2008 for the purpose of applying identification measures in respect of the Company; or
- ii) if no person registered with the JFSC to carry on trust company business under the Financial Services (Jersey) Law 1998, as amended, provides any services to the Company that constitute trust company business, as defined in that Law, where securities of the Company are listed on an IOSCO-compliant market (as defined in the Money Laundering (Jersey) Order 2008) or on a regulated market (as defined in the Money Laundering (Jersey) Order 2008) or where the Company is wholly owned by a company whose securities are listed on such a market.

The JFSC reserves the right to impose additional conditions on the Company.

The granting of this consent must not be taken to imply that any other consents required by the Company from the JFSC will necessarily be forthcoming.

It must be distinctly understood that, in giving this consent, the JFSC takes no responsibility for the financial soundness of the Company or of any schemes or for the correctness of any statements made, or opinions expressed, with regard to them.

This consent comes into immediate effect.



For and on behalf of the  
Jersey Financial Services Commission

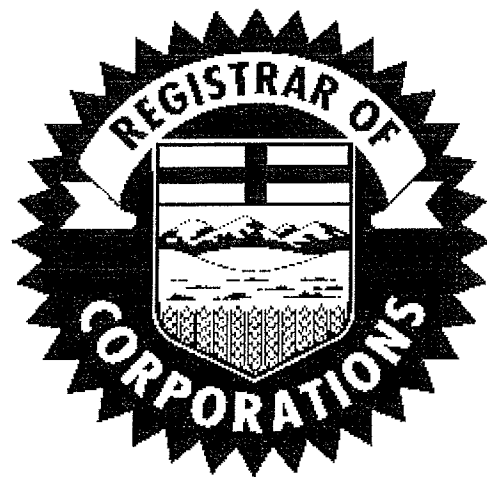
**CORPORATE ACCESS NUMBER: 208919431**

**Alberta**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMENDMENT AND REGISTRATION  
OF RESTATED ARTICLES**

**WENTWORTH RESOURCES LIMITED  
AMENDED ITS ARTICLES ON 2012/05/08.**





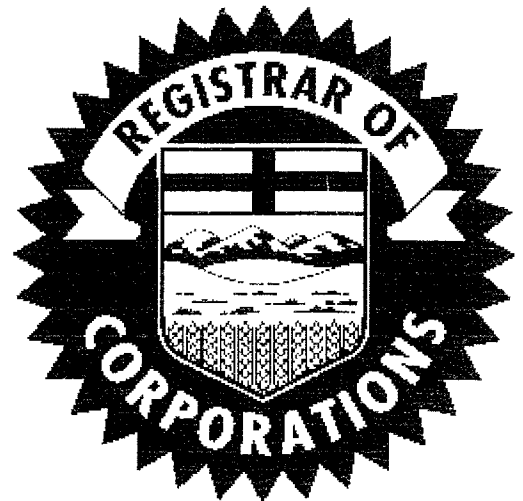
BUSINESS CORPORATIONS ACT

**CERTIFICATE**

**OF**

**AMENDMENT**

**ARTUMAS GROUP INC.**  
**CHANGED ITS NAME TO WENTWORTH RESOURCES LIMITED ON 2010/09/17.**



**Alberta**

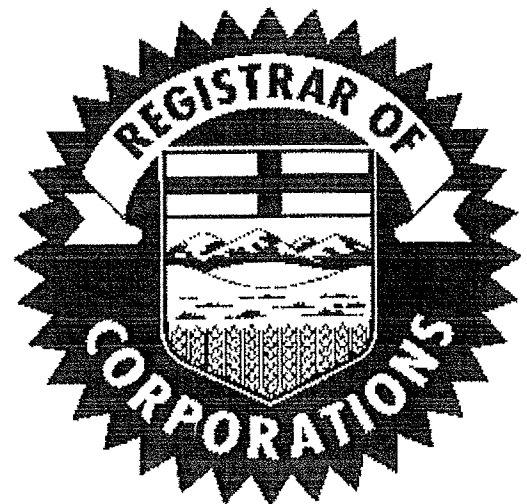
**BUSINESS CORPORATIONS ACT**

**CERTIFICATE**

**OF**

**AMENDMENT**

**ARTUMAS GROUP INC.**  
AMENDED ITS ARTICLES ON 2009/10/14.



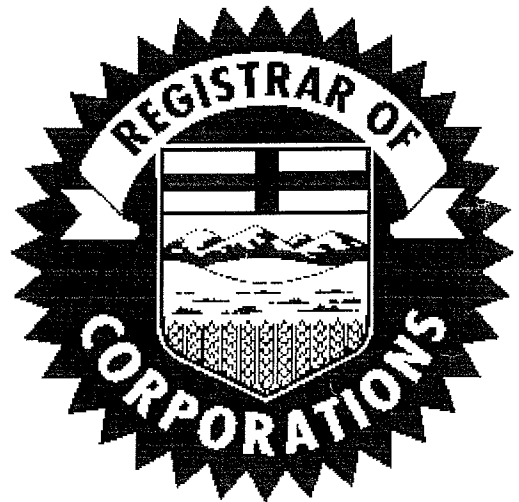
CORPORATE ACCESS NUMBER: 208919431



BUSINESS CORPORATIONS ACT

**CERTIFICATE  
OF  
AMENDMENT AND REGISTRATION  
OF RESTATED ARTICLES**

**ARTUMAS GROUP INC.**  
AMENDED ITS ARTICLES ON 2004/03/10.



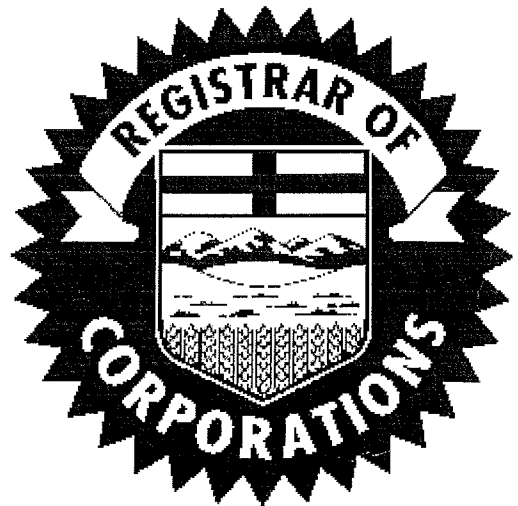
CORPORATE ACCESS NUMBER: 208919431

**Alberta**

**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
AMENDMENT**

**ARTUMAS GROUP INC.  
AMENDED ITS ARTICLES ON 2003/07/11.**





**CORPORATE ACCESS NUMBER: 208919431**



**BUSINESS CORPORATIONS ACT**

**CERTIFICATE  
OF  
INCORPORATION**

**ARTUMAS GROUP INC.  
WAS INCORPORATED IN ALBERTA ON 2000/08/08.**

