

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

SPECIALIST AVIATION SERVICES GROUP LIMITED (the "Company")

DATE OF CIRCULATION – 30 SEPTEMBER 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "CA 2006"), the directors of the Company propose that the following resolutions are passed as written resolutions of the Company, having effect in the case of resolution 1 as an ordinary resolution and in the case of resolution 2 as a special resolution (the "Resolutions").

ORDINARY RESOLUTION

1. **THAT** the directors of the Company have the powers given by section 550 of the CA 2006 to exercise any power of the Company to allot shares and to grant rights to subscribe for or to convert any security into shares.

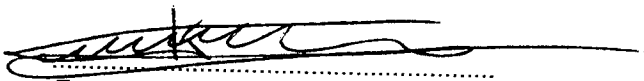
SPECIAL RESOLUTION

2. **THAT** in accordance with section 569 of the CA 2006, the directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:
 - (a) be limited to the allotment of up to 300,000 Ordinary Shares of £1.00 each in the capital of the Company; and
 - (b) expire on the date falling 5 years from the Circulation Date (unless renewed, varied or revoked by the Company prior to or on that date), but the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired.

AGREEMENT

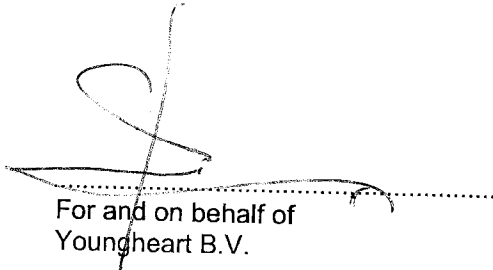
Please read the notes at the end of this document before signifying your agreement to the Resolutions.

We, the undersigned, being all the shareholders of the Company entitled to vote on the Resolutions as at the Date of Circulation, hereby irrevocably agree to the Resolutions:


For and on behalf of
Hawkfield Corporation N.V.

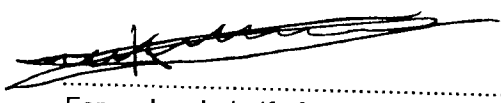
30/09/2020
Date





For and on behalf of
Youngheart B.V.

30-9-2020
Date



For and on behalf of
Garfield B.V.

30/09/2020
Date

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and delivering a copy to the Company's registered office address.

If you do not agree with the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. If, within 28 days of the Circulation Date, insufficient agreement has been received for the Resolutions to pass, such Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us within 28 days of the Circulation Date