

Company number: 07304447

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

- of -

AIV EUROPE LIMITED
(the "Company")

2 May 2017 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that:

- (a) resolution 1 below is passed as an ordinary resolution (the "**Ordinary Resolution**"); and
- (b) resolutions 2 and 3 below are passed as special resolutions (together the "**Special Resolutions**").

ORDINARY RESOLUTIONS

	For	Against
<p>1. That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £22.00, provided that:</p> <p>(a) the authority granted under this resolution shall expire five years after the passing of this resolution; and</p> <p>(b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.</p> <p>This authority is in addition to all subsisting authorities to the extent unused.</p>	X	

SPECIAL RESOLUTIONS

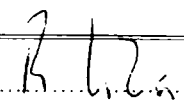
	For	Against
2. That the articles of association contained in the document attached to these written resolutions (the " New Articles ") be approved and adopted as the new articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association.	X	
3. That, subject to the passing of resolution 1 above, the directors be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities wholly for cash pursuant to the authority conferred by resolution 1 above as if section 561 of the Companies Act 2006 and any rights of pre-emption (however expressed) contained in the articles of association of the Company did not apply to any such allotment (the expression "equity securities" and references to the allotment of "equity securities" bearing the same respective meanings in this resolution as in section 560 of the Companies Act 2006).	X	

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to any of the Ordinary Resolution or the Special Resolutions (together the "**Resolutions**").

The undersigned, being the sole member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to those Resolutions for which "X" is marked in the "For" box above.

Note: To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above.

Signed: 
 Name: Ray G. Cook, II
 For and on behalf: AIV INTERNATIONAL, INC.
 Date: 2 May 2017

NOTES

1. If you wish to vote in favour of a Resolution please put an 'X' in the box marked "For" next to that Resolution.

If you wish to vote against a resolution please put an 'X' in the box marked "Against" next to that Resolution or leave both boxes next to that Resolution blank.

Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods:

- (a) **by hand:** delivering the signed copy to David Bates at Taylor Wessing LLP;

- (b) **by post:** returning the signed copy by post to David Bates at Taylor Wessing LLP; or
- (c) **by email:** by attaching a scanned copy of the signed document to an email and sending it to David Bates at Taylor Wessing LLP. Please enter "Written resolutions" in the email subject box.

If there are no Resolutions that you agree with, 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 a Resolution, you may not revoke your agreement.
- 3. Unless, by 30 May 2017, sufficient agreement has been received from the required majority of eligible members for a Resolution to be passed, it will lapse. If you agree to any or all of the Resolutions, please ensure that your agreement reaches us on or before this date.