

LAYERV LIMITED
(the "Company")

Written Resolution of the Members of the Company

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions (the "**Resolutions**") are passed, which in the case of resolution 1, is proposed a special resolution ("**Special Resolution**") and in the case of resolution 2, is proposed as an ordinary resolution.

SPECIAL RESOLUTION

1. **THAT**, pursuant to section 21(1) of the Companies Act 2006, the articles of association appended to this resolution as the Appendix, be approved as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

ORDINARY RESOLUTIONS

2. **THAT**, subject to the passing of the Special Resolution, the issued A 1 Ordinary shares of £1.00 in the capital of the Company and the issued B 1 Ordinary shares of £1.00 in the capital of the Company be and are hereby redesignated as Ordinary shares of £1.00 each, such shares to have the rights and be subject to the conditions set out in the articles of association of the Company to be adopted by the Special Resolution above.

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

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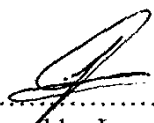
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COMPANIES HOUSE

We, the undersigned, being the sole member entitled to vote on the Resolutions on
10 August 2017, hereby irrevocably agree to the Resolutions.


.....
Signed by LayerV Holdings Limited

10 August 2017
.....
Date

NOTES:

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - By Hand: delivering the signed copy to Phil Fogarty at Ropes & Gray International LLP, 60 Ludgate Hill, London EC4M 7AW.
 - Post: returning the signed copy by post to Phil Fogarty at Ropes & Gray International LLP, 60 Ludgate Hill, London EC4M 7AW.
 - Fax: faxing the signed copy to 020 3847 9260 marked "For the attention of Phil Fogarty".
 - E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to Phil.Fogarty@ropesgray.com.

If you do not agree to 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. Unless, within 28 days of the circulation date of these Resolutions, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us as soon as possible.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.