

Company number 09360346
PRIVATE COMPANY LIMITED BY SHARE
WRITTEN RESOLUTION

of
NORWEGIAN AIR UK LIMITED (the **Company**)

Circulation date. 12 November 2015

THURSDAY



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

- Resolutions 1 to 4 below are passed by the member as ordinary resolutions (together **Ordinary Resolutions**), and
- Resolution 5 below is passed by the member as a special resolution (the **Special Resolution**).

(together the **Resolutions**)

ORDINARY RESOLUTIONS

IT IS RESOLVED THAT:

- (1) the share capital of the Company be redenominated from Great British Pounds to US Dollars;
- (2) the spot rate of exchange for the redenomination be \$1.51, being the spot rate of exchange of the Bank of England on 10 November 2015;
- (3) the redenomination will take effect on the day on which the resolution is passed.
- (4) the shares be sub-divided resulting in the nominal value of the shares being \$0.50.

SPECIAL RESOLUTION

IT IS RESOLVED THAT:

- (5) the Company's share capital be reduced by \$0.01

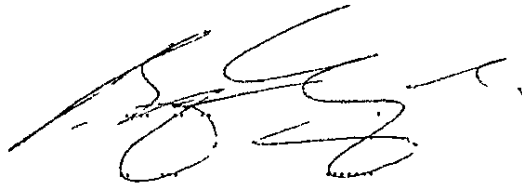
AGREEMENT

Please read the related statement at the end of this document before signing your agreement to the Resolutions

The undersigned, a person entitled to vote on the Resolutions on 12 November 2015 hereby irrevocably agrees to the Resolutions.

Signed by Norwegian Air Shuttle AS

Date 18 Nov 15

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke at the end.

RELATED STATEMENT

- 1 You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company using one of the following methods.
 - **By hand** delivering the signed copy to Hugh O'Donovan, International House, St. Katharine's Way, London E1W 1AY.
 - **Post:** returning the signed copy by post to Hugh O'Donovan, International House, St. Katharine's Way, London E1W 1AY
 - **Fax:** faxing the signed copy to 00442074814968 marked "For the attention of Hugh O'Donovan".
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to hugh.odonovan@incelaw.com. Please enter "Written Resolutions dated 12 November 2015 " in the e-mail subject box.

You may not indicate your agreement to the Resolutions by any other method.

If you do not agree to all of 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, 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 before or during this date
- 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