

Company No 10219339

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**MEMBER'S WRITTEN RESOLUTIONS**  
**of**  
**USAF NOMINEE NO.18A LIMITED**  
**(the "Company")**

Date 4 August 2016 (the "Circulation Date")

THURSDAY



In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following resolutions as special resolutions of the Company (the "Resolutions"):

**SPECIAL RESOLUTIONS**

- 1 That the articles of association of the Company be amended by inserting a new provision as article 26A as follows:

*"Notwithstanding anything otherwise provided in these articles (whether by way of or in relation to pre-emption rights, restrictions on, or conditions applicable to, share transfers, or otherwise), the directors shall not decline to register any transfer of shares nor suspend registration thereof:*

*(a) where such transfer is delivered to the company for registration by or on behalf of a bank, or other financial institution or any other person (other than an individual) that has the benefit of a mortgage or charge of shares or a call or other share option (in each case, a "Secured Party") or its nominee in order to register the Secured Party as legal owner of the Shares or in order to transfer the Shares to a third party upon disposal or realisation of shares following the Secured Party having become entitled to exercise or enforce its rights under any such mortgage, charge and/or call or other option; or*

*(b) where such transfer is executed by a Secured Party or its nominee pursuant to the power of sale or the power under such security,*

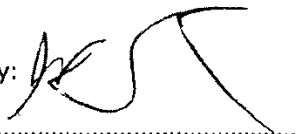
*and a certificate by any officer of the Secured Party that the relevant transfer is within paragraph (a) and (b) above shall be conclusive evidence of that fact."*

- 2 That the articles of association of the Company be amended by inserting a new provision as article 22(2) as follows:

*"Sections 561 and 562 of the Companies Act shall not apply to the allotment of equity securities in the Company."*

The undersigned, being the sole member of the Company hereby irrevocably agrees to the Resolutions.

Signed by:



Authorised signatory

Authorised signatory

For and on behalf of

**USAF HOLDINGS J LIMITED**

Date: 4 August 2016

#### Notes

- 1 If you agree with the resolutions, please signify your agreement by signing and dating this document and returning it to Anthony Williams at Berwin Leighton Paisner, Adelaide House, London Bridge, London EC4R 9HA within 28 days of the Circulation Date. If you would prefer to return this document electronically, please send a scanned copy of this document to [Anthony.Williams@blplaw.com](mailto:Anthony.Williams@blplaw.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 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 together with any power of authority under which it is signed or a duly certified copy thereof.
- 3 Your agreement to the resolutions, once signed and received, may not be revoked.