

No. 10644366

**THE COMPANIES ACT 2006**  
**WRITTEN RESOLUTION**  
**of**  
**KINGSTON ACQUISITIONS LIMITED**  
**(the "Company")**

Circulation Date: 7 APRIL 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolutions (the "Resolutions") be passed, in the case of Resolution 1 as a special resolution, and in the case of Resolution 2 as an ordinary resolution:

**SPECIAL RESOLUTION**

**1. Adoption of Articles of Association**

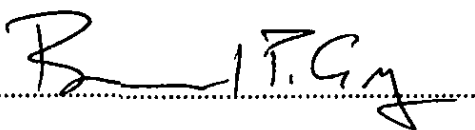
THAT, pursuant to section 21(1) of the Act, the Articles of Association appended to this resolution be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association of the Company.

**ORDINARY RESOLUTION**

**2. Appointment of Director**

THAT, Richard Lenane, having consented to act as such, be and is hereby appointed as director of the Company with immediate effect.

We, the undersigned, being the sole shareholder of the Company entitled to vote on the Resolutions on the date hereof hereby irrevocably agree to the Resolutions.



For and on behalf of

**KINGSTON MIDCO 2 LIMITED**

Date: 7 APRIL 2017

TUESDAY



A16      \*A644FO0Z\*      #293  
11/04/2017  
COMPANIES HOUSE

## **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 in hard copy or in electronic form.
- 2.** If by within 28 days of the Circulation Date, sufficient agreement has not been received in order to pass the Resolutions, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Company on or before this date.
- 3.** 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.