

Company No. 11463916

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
BUCCANEER MIDCO LIMITED
(the “Company”)

TUESDAY



A15 *A7ERV376* 18/09/2018 #95
COMPANIES HOUSE

Date: 12 September 2018 (the “Circulation Date”)

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

ORDINARY RESOLUTION

1. **THAT** in accordance with section 622 of the Companies Act 2006, the directors of the Company be authorised to redenominate the issued 1 ordinary share of GBP 0.01 in the capital of the Company to USD at a rate of 1 GBP = USD 1.2859 (being a rate prevailing on the date of the meeting, as published by Bloomberg) with the resulting redenominated share being 1 ordinary share of \$0.013 (the “**Share Redenomination**”).
2. **THAT** in accordance with section 618 of the Companies Act 2006, the directors of the Company be authorised to subdivide the issued 1 ordinary share of \$0.013 in the capital of the Company (such share being the share resulting from the Share Redenomination) into 13 ordinary shares of \$0.001 each (the “**Subdivision**”).
3. **THAT**, for the purposes of section 551 of the Act, the directors of the Company be and are generally and unconditionally authorised to exercise all powers of the Company to allot shares and to grant rights to subscribe for or to convert any security into shares up to an aggregate nominal amount of \$1,000,000, such shares to have the rights and be subject to the conditions contained in the articles of association of the Company, to such persons and at such times and on such terms as they think fit, during the period expiring at the end of five years from the date of the passing of this resolution.

SPECIAL RESOLUTION

4. **THAT**, subject to the passing of Resolution 3 above and in accordance with section 570 of the Act, the Directors be and are empowered to allot equity securities (as defined in sub-section 560(1) of the Act) for cash pursuant to the authority conferred on them to allot shares and to grant subscription and conversion rights (as referred to in section 551 of the Act) by Resolution 3 up to an aggregate nominal amount of

\$1,000,000 as if sub-section 561(1) of the Act did not apply at any time in respect of any such allotment or grant.

Agreement to Written Resolutions

We, the undersigned, being the sole member entitled to vote on the Resolutions on the Circulation Date, irrevocably agree to the Resolutions.

Signed by David Golde

For and on behalf of

BUCCANEER INTERMEDIATE

HOLDCO LIMITED

A handwritten signature in black ink, appearing to read 'David Golde', is written over a horizontal line. Below the signature, the word 'Signature' is printed in a small, italicized font.

Signature

Date: 5 September 2018

NOTES

Procedures for signifying agreement to the Resolutions

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 procedures below:
 - (a) **by hand:** deliver the signed and dated copy to Tina Hartwright at Ropes & Gray International LLP, 60 Ludgate Hill, London EC4M 7AW; and
 - (b) **by post:** return the signed and dated copy by post to Tina Hartwright at Ropes & Gray International LLP, 60 Ludgate Hill, London EC4M 7AW.
 - (c) **by email:** by attaching a scanned copy of the signed document to an e-mail and sending it to Tina.Hartwright@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. If by the date 28 days after 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.
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.

Company No. 11463916

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
BUCCANEER MIDCO LIMITED
(the “Company”)

Date: 5 September 2018 (the “Circulation Date”)

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

ORDINARY RESOLUTION

1. **THAT** in accordance with section 618 of the Companies Act 2006, the directors of the Company be authorised to consolidate the issued 1,000,000,000 ordinary shares of \$0.001 in the capital of the Company into 100,000,000 ordinary shares of \$0.01 each.



COMPANIES HOUSE

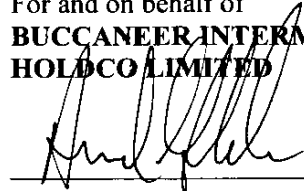
Agreement to Written Resolutions

We, the undersigned, being the sole member entitled to vote on the Resolutions on the Circulation Date, irrevocably agree to the Resolutions.

Signed by David Golde

For and on behalf of

**BUCCANEER INTERMEDIATE
HOLDING LIMITED**



Signature

Date: 5 September 2018

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