

Company No: 02939389

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

JERROLD HOLDINGS LIMITED ("Company")

Passed the 5 day of October 2016

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution, the following resolution of the Company was duly passed

ORDINARY RESOLUTION

- 1 THAT conditional upon irrevocable instruction by Bracken Midco1 plc to direct Deutsche Bank Luxembourg S A to authenticate and deliver the PIK Notes in accordance with the terms of the escrow letter in relation to Project Ruby, the terms of an agreement proposed to be made between Henry Neville Moser, Mrs D L Moser 1995 Family Settlement No 1 and the Company for the purchase by the Company of 13 A deferred ordinary shares of £0 001 each in the capital of the Company ("**Agreement**") upon the terms set out in the attached copy of the proposed Agreement are approved

Signed



Director/Secretary

Dated 5 October 2016

WEDNESDAY



A10 *A5JF10XS* 09/11/2016 #81
COMPANIES HOUSE