

PRINT OF RESOLUTION FOR FILING AT COMPANIES HOUSE

Company Number 01507639

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

MARLBOROUGH COMMUNICATIONS LIMITED (the "Company")

passed on 16 MARCH 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following special resolutions were duly passed as written resolutions of the Company:

SPECIAL RESOLUTION

- 2 That the articles of association of the Company be amended by the addition of the following new articles:

Article 23

Notwithstanding anything contained in these articles, the directors shall not decline to register any transfer of shares, nor may they suspend registration of it where the transfer:

- (a) is to any person to which such shares have been charged by way of security, or to any nominee of such person (a "Secured Institution"); or
- (b) is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares; or
- (c) is executed by a Secured Institution or its nominee pursuant to the power of sale or other power under such security,

and furthermore notwithstanding anything to the contrary contained in these articles no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee and no Secured Institution or its nominee shall be required to offer the shares which are or are to be the subject of any transfer aforesaid to the shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under the articles or otherwise howsoever to require such shares to be transferred to them whether for consideration or not.



Article 24

Notwithstanding anything to the contrary contained in these articles, the Company shall have no lien on any share that has been mortgaged or charged by way of security to a Secured Institution.

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke, positioned above a dotted line.

Director