

[PRINT OF RESOLUTION FOR FILING]

Company Number 01981157

THIRDCO II LIMITED (the Company)

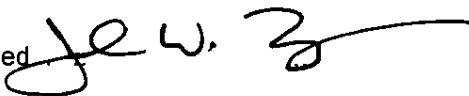
Resolution to which Chapter 3 of Part 3 of the Companies Act 2006 applies

The following resolutions were passed in writing pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on *26 January* 2017

SPECIAL RESOLUTION

- 1 THAT the whole of the amount standing to the credit of the share premium accounts of the Company (being £1,553,000) at the date of this resolution be cancelled
- 2 THAT the issued share capital of the Company be reduced from £15,700,000 divided into 7,850,000 A Ordinary Shares of £1 each (**A Ordinary Shares**) and 7,850,000 B Ordinary Shares of £1 each (**B Ordinary Shares**) to £15,700 divided into 7,850,000 A Ordinary Shares of £0 001 each and 7,850,000 B Ordinary Shares of £0 001 each (together the A Ordinary Shares and B Ordinary Shares, the **Ordinary Shares**), and that such reduction of capital be effected by reducing the nominal value of each issued Ordinary Share from £1 to £0 001 and cancelling paid up capital to the extent of £0 999 on each of the issued Ordinary Shares (being £15,684,300 in total)

Signed



Director

Date

26 January

2017

FRIDAY



LD1 27/01/2017 #16
COMPANIES HOUSE

EXPLANATORY NOTES FOR SHAREHOLDERS

- 1 If you agree to the resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company
- 2 If you do not agree to the above resolutions, you do not need to do anything
- 3 Once you have signified your agreement to the resolutions, you may not revoke your agreement
- 4 Unless, by the date at the end of the 28-day period beginning on the circulation date, sufficient agreement has been received for the resolutions to be passed, they will lapse. If you agree to the resolution(s), please ensure that signification of your agreement reaches us before or on this date
- 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