

**Company No. 02512067**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**RESOLUTIONS**

**of**

**GLOBAL AEROSPACE UNDERWRITING MANAGERS LIMITED**

**(the "Company")**

**17 April 2020**

**(the "Circulation Date")**

We, the undersigned, being eligible members of the Company (as defined in section 289 of the Companies Act 2006), irrevocably agree to the following resolutions of the Company, having effect as an ordinary resolution in the case of resolution 1, and having effect in the case of resolution 2 as a special resolution, in each case in accordance with Chapter 2 of Part 13 of the Companies Act 2006:

**1. ORDINARY RESOLUTION**

- 1.1 "THAT Article 5 of the Company's Memorandum of Association be revoked;
- 1.2 THAT section 550 of the Companies Act 2006 shall apply to the Company; and
- 1.3 THAT on condition that resolution 2 is passed, the directors of the Company be and are hereby authorised to allot 50,420,379 ordinary shares of £1 each and such authorisation shall expire on 30 April 2020."


**2. SPECIAL RESOLUTION**


- 2.1 "THAT Article 3 of the Company's Articles of Association be deleted and replaced with the words "Not used."; and
- 2.2 THAT Article 4.2 of the Company's Articles of Association be deleted and replaced with the following wording: "The directors shall only allot shares up to the number of shares authorised by ordinary resolution."."



Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft In München (51 per cent)

Date:

 John Wilkinson  
2020.04.17  
15:56:47  
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 Anna Trüstedt  
2020.04.17  
12:01:45  
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Northern States Agency, Inc (49 per cent)

Date:

Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft In München (51 per cent)

Date:

Northern States Agency, Inc (49 per cent)

Date:

4/17/20  
B. Boy  
V. P.