

The Companies Act 2006

Private Company Limited by Shares

Written Resolution(s)

of

White & Case EMEA Services Limited (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the sole-member of the Company has required the Company to propose that the resolution below is passed by the sole-member of the Company as an ordinary resolution.

The undersigned, being entitled as at 8 March 2018, the date of circulation of this resolution, to attend and vote at general meetings of the Company, **RESOLVES** that the following resolution be passed as a written resolution having effect as an ordinary resolution of the Company:

Ordinary Resolution

1. **THAT** the directors be generally authorised pursuant to section 551 of the 2006 Act to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount of £1,000, provided that this authority shall expire five years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority.

Special Resolution

2. **THAT** conditional upon resolution 1 being passed, the directors be empowered pursuant to section 570 of the 2006 Act to allot equity securities (within the meaning of Section 560 of the 2006 Act) of the Company wholly for cash pursuant to the authority granted by resolution 1 as if Section 561(1) of the 2006 Act did not apply to any such allotment, provided that this authority shall expire five years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of the power conferred by this resolution.

Date of circulation 8 March 2018


For and on behalf of White & Case LLP

Date of signature 8 March 2018



Notes:

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - **By Hand:** delivering the signed copy to Olivia Chinwokwu, White & Case LLP, 5 Old Broad Street, London, EC2N 1DW.
 - **By Post:** returning the signed copy by post to Olivia Chinwokwu, White & Case LLP, 5 Old Broad Street, London, EC2N 1DW.
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to olivia.chinwokwu@whitecase.com

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
2. Unless, by (and including) the day of twenty eight (28) days from the circulation of the Resolution sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
3. Once given, your agreement to the Resolution may not be revoked.
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.