

Company Number 05851883

A V CO 1 LIMITED

(the "Company")

SOLE MEMBER'S WRITTEN RESOLUTIONS

5th June 2019 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (the "**Resolutions**"):

SPECIAL RESOLUTIONS

1. THAT the articles of association of the Company be amended by deleting any provision of the kind referred to in paragraph 42(1) of Schedule 2 to the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008.
2. THAT in accordance with paragraph 43 of Schedule 2 to the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the directors be and are hereby authorised to exercise any power of the Company under s550 of the Companies Act 2006.
3. THAT the directors be and are empowered pursuant to section 569 Companies Act 2006 ("CA 2006") to allot equity securities (within the meaning of section 560(1) CA 2006) as if section 561 CA 2006 did not apply to the allotment.

Please read the Notes at the end of this document before signifying your agreement to the Resolutions below.

BY ORDER OF THE BOARD



Name: STEPHEN ROWELL
Director

WEDNESDAY



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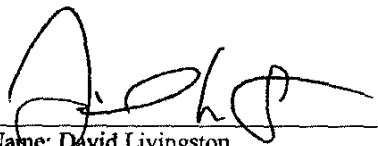
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COMPANIES HOUSE

AGREEMENT

WE, THE UNDERSIGNED, being the sole member of the Company on the Circulation Date HEREBY IRREVOCABLY AGREE to the Resolutions.



Name: David Livingston
duly authorised signatory
for and on behalf of
ITW Global Investments LLC

Dated June 5, 2019
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NOTES

1. To signify your agreement to the Resolutions you should sign and date this document where indicated above and return it to the Company.
2. Once you have signified your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse.
4. A copy of this document was sent to the Company's auditors on the Circulation Date.