



LD1 *L78NP3EX* #42
22/06/2018
COMPANIES HOUSE

Company Number: 06919570

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

GS EUROPEAN STRATEGIC INVESTMENT GROUP (2009) (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolution be passed as a special resolution:

SPECIAL RESOLUTION

THAT the issued share capital of the Company be reduced to €1.00 (made up of 2 Ordinary shares of €0.50) by cancelling and extinguishing 1,999,998 Ordinary shares of €0.50 held by ELQ Investors Limited and that the amount by which the capital is so reduced be credited to the profit and loss account of the Company.

Date of Circulation: 21 June 2018

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolution.

We, the undersigned, being persons entitled to vote on the above resolution, irrevocably agree to such resolution:

Name of Shareholder

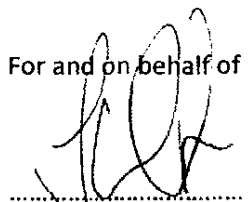
Signature

**Date of
Signature**

ELQ Investors Limited

For and on behalf of ELQ Investors Limited

21 June 2018


.....
Authorised Signatory

Copy:

Auditors

NOTES

1. Shareholders who wish to agree to such resolution should signify their agreement in the following way:

Sign and return this document to Peterborough Court, 133 Fleet Street, London, EC4A 2BB marked for the attention of Kerri Lynch.

2. If you do not agree to the resolutions, you do not need to do anything; you will not be deemed to agree if you fail to reply.
3. If sufficient agreement is not received by 28 days from the circulation date of this resolution, then this resolution will lapse and shareholders will not be able to indicate agreement after that date. If you agree to the resolution, please ensure your agreement reaches us before that date.
4. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
5. 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.
6. 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.

Company No: 06919570

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
RESOLUTION IN WRITING
of
GS EUROPEAN STRATEGIC INVESTMENT GROUP (2009) LIMITED

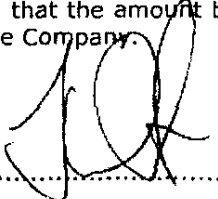
(the "Company")
Passed the 21st day of June 2018

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution, the following resolution of the Company was duly passed:

SPECIAL RESOLUTION

THAT the issued share capital of the Company be reduced to €1.00 (made up of 2 Ordinary shares of €0.50) by cancelling and extinguishing 1,999,998 Ordinary Shares of €0.50 held by ELQ Investors Limited and that the amount by which the capital is so reduced be credited to the profit and loss account of the Company.

Signed:


.....
Director/Secretary

Dated: 21 June 2018