

Company Number: 07503993

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

of

PHLEXGLOBAL HOLDINGS LIMITED

Circulation date: 29 September 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the above-named company (the "Company") propose that the following resolution (the "Resolution") is passed as a special resolution:

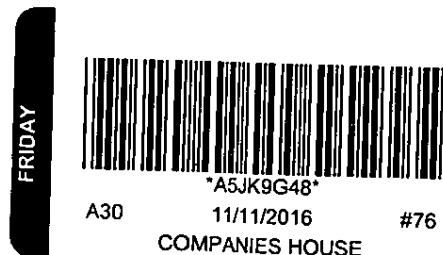
SPECIAL RESOLUTION

THAT the Company pay an interim dividend to its sole shareholder, Emerald Bidco Limited ("**Bidco**"), such dividend to be paid by way of a distribution in kind constituted by the transfer for nil consideration by the Company to Bidco of the shares held by the Company in Phlexglobal Limited, such shares having a book value as at the date hereof of £15,795,526

We, the undersigned, being the sole member entitled to vote on the Resolution on the circulation date, hereby irrevocably agree to the Resolution

Stella Denezhne
.....
EMERALD BIDCO LIMITED

Date *29 September* 2016



NOTES

- 1.** If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company in hard copy, by e-mail, fax or in electronic form
- 2.** If within 28 days of the Circulation Date, sufficient agreement has not been received in order to pass the Resolutions, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Company on or before this date