

Company Number: 08313544

**MHG MEZZ BORROWER LIMITED**

(the "Company")

**Written resolution of the Company pursuant to s.281 and Part 13 Ch 2 Companies Act 2006**

Circulation Date: 25 February 2021

In accordance with Part 13 Ch 2 Companies Act 2006, the directors of the Company propose the following written resolution which is proposed as a special resolution (the "Resolution").

**SPECIAL RESOLUTION**

That the articles of association attached to this written resolution (the "New Articles") be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

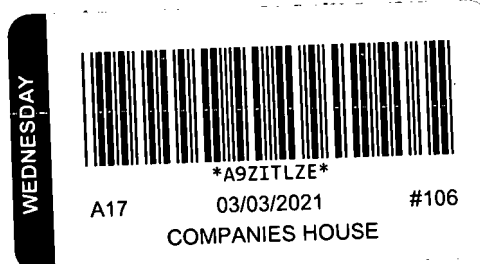
**Agreement to written resolution**

The undersigned, being the persons entitled on the date set out above to vote on the written resolution, irrevocably and unanimously agree to the Resolution.

Signed by ..... Marc Nathan Socker  
for and on behalf of  
**MAYBOURNE MEZZANINE HOLDCO LIMITED**

Date: 25 February 2021

DocuSigned by:  
*Marc Nathan Socker*  
Signature.....  
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