

Company No. 08731010

The Companies Act 2006

Private company limited by shares

Written resolution

of

Boat Bidco Limited

(the "Company")

Pursuant to the written resolution of the company duly circulated on 17th December 2019, the following resolution was passed on 20th December 2019 as a special resolution of the company:

Special Resolution

1. **THAT** article 6.1 of the articles of association of the Company be and is amended by the replacement of the figure "8%" after the phrase "shall in no event exceed" with the figure "0.1%", such that the amended article 6.1 shall read as set out below:

"In respect of each Financial Year, the Available Profits shall be applied firstly in making an accrual *in* accordance with article 6.2 for the holders of the Preference Shares a dividend in an amount of the aggregate of LIBOR in respect of the relevant Financial Year plus 1% on the Issue Price compounded annually provided always that such amount (i) is limited by the amount of Available Profits for the relevant Financial Year and (ii) shall in no event exceed 0.1% (the "Preference Dividend")."


Director

FRIDAY



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The Companies Act 2006

Articles of Association

of Bidco Limited (adopted by special resolution
passed on 20 December 2019)

(Private company limited by shares)

Dated 20 December 2019
