

**COMPANY NO. 08741601**

**VIOLIN DEBT CO LIMITED (the *Company*)**

**Private company limited by shares**

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**WRITTEN RESOLUTION** of the shareholders of the Company in accordance with  
article 70 of the articles of association of the Company (the *Articles*)

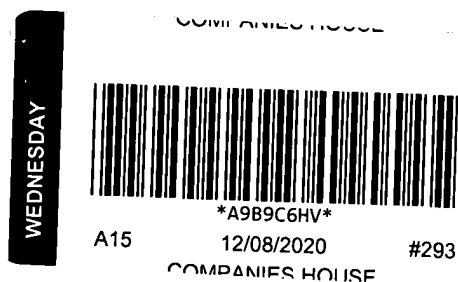
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Circulation date: 4 August 2020 (the *Circulation Date*)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the *Act*), we, the undersigned, being the sole member of the Company entitled for the time being to receive notice of and attend and vote at a general meeting of the Company, do hereby declare that the following special resolution (the *Shareholder Resolution*) is passed as if it had been passed at a general meeting of the Company duly convened and held:

**SPECIAL RESOLUTION**

**THAT** the articles of association contained in the document attached in the appendix to this written resolution be and are hereby approved and adopted as the articles of the association of the Company in substitution for and to the exclusion of the Articles.



## **AGREEMENT**

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

We, the undersigned, being the sole member of the Company entitled to vote on the Shareholder Resolution on the date hereof, hereby irrevocably agree to the Shareholder Resolution.

**SIGNED**

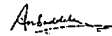
for and on behalf of

**VIOLIN TOPCO LIMITED**

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Date    4 August 2020

**NOTES:**

1. If you agree to the Shareholder Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - (a) **by hand:** delivering the signed copy to Brandon Thompson at Freshfields Bruckhaus Deringer LLP, 65 Fleet Street, London EC4Y 1HS; or
  - (b) **e-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to the Tilney legal team at [shareholders@Tilney.co.uk](mailto:shareholders@Tilney.co.uk) (with a copy to [brandon.thompson@freshfields.com](mailto:brandon.thompson@freshfields.com)).
  - (c) Please enter Written Resolution relating to Violin Debtco Limited in the e-mail subject box.
2. If you do not agree to the Shareholder Resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Shareholder Resolution, you may not revoke your agreement.
4. Unless, by the date that is 28 days from the Circulation Date, sufficient agreement has been received for the Shareholder Resolution to pass, it will lapse. If you agree to the Shareholder Resolution, please ensure that your agreement reaches us before or during this date.
5. 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.