

Company No. 09375868

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

**LIBERTY LIVING INVESTMENTS GP2 LIMITED**  
(the "**Company**")


We, being all the eligible members who at the circulation date of this resolution would have been entitled to vote on the resolution, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as a special resolution:

**SPECIAL RESOLUTION**

THAT the articles of association be altered by deleting article 24.2.2 in its entirety and replacing it with the following:

"subject to article 24.4, the right to receive a fixed annual dividend out of the profits of the Company available for distribution as recommended by the board of directors of the Company and resolved under these articles to be distributed of an amount (in pounds sterling to be determined by the board of directors) equal to C\$485.71 per ordinary 'B' share and, in respect of any financial year, such other amount (if any) as may be recommended by the directors; and"

Signed



For and on behalf of  
**Liberty Living (HE) Holdings Limited**

Dated: 20 November 2019

Signed

For and on behalf of  
**8961255 Canada Inc.**

Dated:

WEDNESDAY



A23 \*A8JL9VGR\* #98  
04/12/2019  
COMPANIES HOUSE

Company No. 09375868

THE COMPANIES ACT 2006

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PRIVATE COMPANY LIMITED BY SHARES

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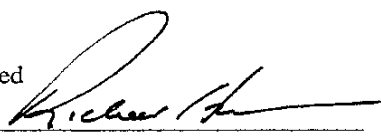
Signed

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For and on behalf of  
**Liberty Living (HE) Holdings Limited**

Dated:

Signed



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For and on behalf of  
**8961255 Canada Inc.**

Dated: 20 November 2019

**Notes:**

1. The circulation date of these resolutions is 20 November 2019. These resolutions have been sent to eligible members who would have been entitled to vote on the resolutions on this date. Only such eligible members (or persons duly authorised on their behalf) should sign these resolutions.
2. An eligible member can signify his or its agreement to the resolutions by signing the resolutions and by either delivering a copy of the signed resolutions to the Company Secretary by hand or by sending a copy of the signed resolutions in hard copy form by post to the Company Secretary.
3. These resolutions must be passed within 15 days of the date of their circulation. If these resolutions are not passed by such date they will lapse. The agreement of a member to these resolutions is ineffective if signified after this date.
4. A copy of these resolutions has been sent to the auditors.