

Nevada Investment Holdings 3 Limited

(Company No. 10679958)

(the "Company")

WRITTEN RESOLUTIONS OF THE SOLE SHAREHOLDER OF THE COMPANY

Circulation date: 18 May 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company propose that the resolution in paragraph (a) below is passed as an ordinary resolution and the resolutions in paragraphs (b) and (c) below are passed as special resolutions (the "**Resolutions**"):

- (a) THAT the allotment, issue and creation of 5,000,000 new ordinary shares of £0.01 each in the Company to TIG Midco Limited be approved, and any director be generally and unconditionally authorised to issue any certificates or sign any documents required to give effect to this resolution;
- (b) THAT the draft regulations attached to these written resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association; and
- (c) THAT the Company be re-registered as a public limited company under the Companies Act 2006 and the name of the Company be changed from Nevada Investment Holdings 3 Limited to KIRS Midco 2 PLC.

Please read the notes accompanying this document before you signify your agreement to the Resolutions.

The undersigned being a person entitled to vote on the Resolutions on the Circulation date hereby irrevocably agrees to the Resolutions.

(Signature Page follows)



S66RXMD5

SPE 19/05/2017 #232
COMPANIES HOUSE

Signed by



TIG Midco Limited

Name and title: **MARK MUGGE, DIRECTOR**

Date: 18 May 2017