

THE COMPANIES ACT 2006

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PRIVATE COMPANY LIMITED BY SHARES

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WRITTEN RESOLUTION

of

SQI INVESTMENTS HOLDCO LIMITED (the "Company")

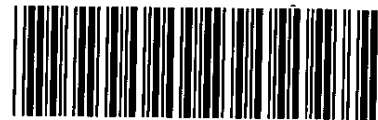
19 March 2019 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the director of the Company proposes that the following resolution is passed as a written resolution of the Company having effect as an ordinary resolution (the "**Resolution**"):-

ORDINARY RESOLUTION

1. **THAT**, in addition to any previous authority, the director be generally and is hereby unconditionally authorised, in accordance with section 551 of the Act to issue and allot shares in the Company up to a maximum aggregate nominal amount of £99, such amount to be divided into 99 ordinary shares of £1.00 each in the capital of the Company, provided that this authority will expire on the date being five years from the date on which this resolution is passed but the Company may before this authority expires make an offer or agreement which would or might require shares to be allotted after this authority expires and the directors may allot shares pursuant to such offer or agreement as if this authority had not expired.

FRIDAY



A27 \*A829PRSP\* #136  
29/03/2019  
COMPANIES HOUSE

**AGREEMENT**

Please read the notes at the end of this document before agreeing to the Resolution.

The undersigned was at the time the Resolution was circulated entitled to vote on, and irrevocably agrees to, the Resolution.



Lord Ara Warkes Darzi

19 March 2019

Date

## NOTES

1. If you agree with the 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:-

- **By Hand:** delivering the signed copy to a director of the Company.
- **By Post:** returning the signed copy by post to the Company's registered office or the Company's solicitors' office c/o Robyn Stevens, Pinsent Masons LLP, 30 Crown Place, Earl Street, London EC2A 4ES.
- **By Email:** by attaching a scanned copy of the signed document to an e-mail and sending it to [robyn.stevens@pinsentmasons.com](mailto:robyn.stevens@pinsentmasons.com).

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. *Once you have indicated your agreement to the Resolution, you may not revoke your agreement.*
3. Unless by 28 days from the Circulation Date, sufficient agreement has been received for the Resolution to pass, such Resolution will lapse. If you agree to all or any of the Resolution, please ensure that your agreement reaches us before or during this date.
4. 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.