

THE COMPANIES ACT 2006

WRITTEN RECORD OF RESOLUTION OF THE SOLE MEMBER OF

HUB WEST SCOTLAND MIDCO (NO.3) LIMITED

REGISTERED NUMBER: SC497487

(the "Company")

16 March 2016: ("the Circulation Date")

16 March 2016: ("the Approval Date")



I, the undersigned, being a director of the above Company, hereby note that:

- a. the following resolutions, each of such resolutions to have effect as an ordinary resolution or special resolution as indicated, were placed before the sole member of the Company in the form of a written resolution on the Circulation Date;

and

- b. the requisite level of consent required to approve the resolutions was obtained by the Company on the Approval Date and therefore the resolutions were duly passed by the sole member of the Company on that date.

ORDINARY RESOLUTIONS

- 1 THAT the existing issued share capital of the Company, comprising 10 ordinary shares of £1.00 each, be reclassified as 10 'C' Ordinary shares of £1.00 each, with the rights and privileges as set out in the articles of association of the Company.
- 2 THAT the directors of the Company be and are hereby generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 (the "Act") to allot relevant shares and grant rights to subscribe for, or to convert any security into shares on the basis that:
 - 2.1 the maximum amount of the relevant securities to be allotted pursuant to this authority shall be 10 'A' ordinary shares of £1.00, 30 'B' ordinary shares of £1.00 each in the capital of the Company and 50 'C' ordinary shares of £1.00 each in the capital of the Company;
 - 2.2 this authority shall expire, unless sooner revoked or varied, on the expiry of the period of five years from the date of the passing of this resolution;

directors may, after such revocation, variation or expiry, allot
offer or agreement so to do made by the Company prior to such
expiry which the Company, by this authority, is allowed to
authority is in substitution for all subsisting authorities, to

SPECIAL RESOLUTIONS

THAT the directors be and are hereby empowered, pursuant to Section 571 of the Act, to allot equity securities (within the meaning of Section 560 of the Act), pursuant to the authority conferred by resolution 2, as if Section 561(1) of the Act did not apply to such an allotment, on the basis that this power shall be limited to any allotment made pursuant to the authority conferred on the directors by resolution 2 above. This power shall cease to have effect when the authority conferred by resolution 2 is revoked or (if not revoked) expires, but the Company may make an offer or agreement which would or might require equity securities to be allotted after expiry of this power and the directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired.

- 4 THAT the name of the Company be changed to **"HUB WEST SCOTLAND HOLDCO (NO.3) LIMITED"**.



Director