DRAFT FOR DISCUSSION PURPOSES ONLY

RESOLUTION OF THE BOARD OF [__________] B.V.

The Undersigned:

Mr. [____________], appointed as members of the board (the "**Board**") of [__________] B.V. , a company with limited liability , with its registered office and place of business at [___________], at the [_________], the Netherlands (the "**Company**") ;

Whereas:

A. the Undersigned represent the Board of the Company;

B . [___________] holds all shares in the issued share capital of the Company, hereinafter also referred to as: the "**Shareholder**"

C. The Company intends to take the following resolution respectively sign the documents as stated herin:

1. to approve the resolution of the Shareholder [_______________]

2. to sign the [_______________];

(documents and the Resolution hereinafter referred to as: "**Documents"**);

C . [optional: *The Undersigned do not have any conflict of interest with the Company and its associated undertaking in respect of the acts referred to in article 2:239 paragraph 6 of the Dutch Civil Code*];

hereby resolves:

1. to [__________________]

2. To approve the resolution of the Shareholder, legal action(s) and obligations of the Company resulting therefrom;

Signed in [___________], The Netherlands on [__________________]

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[___________] B.V.
Mr. [______________]
Title : managing director