



**BERMUDA
THE COMPANIES ACT 1981**

**MEMORANDUM OF CONTINUANCE OF COMPANY LIMITED BY SHARES
Section 132C(2)**

**MEMORANDUM OF CONTINUANCE
OF
EPE Special Opportunities Limited**

(hereinafter referred to as the "Company")

1. The liability of the members of the Company is limited to the amount (if any) for the time being unpaid on the shares respectively held by them.
2. The Company is an exempted company as defined by the Companies Act 1981 (hereinafter referred to as the "Act").
3. The authorised share capital of the Company is £45,000,000 divided into shares of £0.05 each.
4. The Company, with the consent of the Minister of Finance, has power to hold land situate in Bermuda not exceeding ___ in all, including the following parcels:-

N/A

5. Details of Incorporation:

The Company was incorporated in the Isle of Man under the Isle of Man Companies Acts 1931 to 1993 on the 25 July 2003 with the name EPIC Reconstruction plc and with registered number 108834C. The Company's name was changed to EPE Special Opportunities plc on the 17 September 2008. On the 23 July 2012, the Company re-registered under the Isle of Man Companies Act 2006, with registered number 008597V.

(hh) Continuance memo

6. The objects of the Company from the date of continuance are unrestricted.

7. The following are provisions regarding the powers of the Company –


Subject to paragraph 4, the Company may do all such things as are incidental or conducive to the attainment of its objects and shall have the capacity, rights, powers and privileges of a natural person, and–

- (i) pursuant to Section 42 of the Act, the Company shall have the power to issue preference shares which are, at the option of the holder, liable to be redeemed;
- (ii) pursuant to Section 42A of the Act, the Company shall have the power to purchase its own shares; and
- (iii) pursuant to Section 42B of the Act, the Company shall have the power to acquire its own shares to be held as treasury shares.

Signed by duly authorised persons in the presence of at least one witness attesting the signature thereof:-



(Authorised persons)



(Witnesses)

Dated this 11 day of September, 2018