

TRANSFER CERTIFICATE

To: Wilmington Trust (London) Limited as Agent and Security Agent

From: AlbaCore Partners I Investment Holdings A Designated Activity Company and AlbaCore Partners II Investment Holdings C Designated Activity Company (the “**Existing Lenders**”) and Safari Financing (Ireland) Designated Activity Company (the “**New Lender**”), a Related Fund of the Existing Lenders

Dated: 23 December 2019

PIK Facility Agreement dated 17 July 2019 (the “Facility Agreement”)

- 1 We refer to the Facility Agreement. This agreement (the “**Agreement**”) shall take effect as a Transfer Certificate for the purpose of the Facility Agreement. Terms defined in the Facility Agreement have the same meaning in this Agreement unless given a different meaning in this Agreement.
- 2 We refer to Clause 22.5 (*Procedure for transfer*) of the Facility Agreement:
 - (a) Subject to paragraph (a) of Clause 22.2 (*Conditions of assignment or transfer*), the Existing Lenders and the New Lender agree to the Existing Lenders transferring to the New Lender by novation all or part of the Existing Lenders’ Commitments, rights and obligations referred to in the Schedule in accordance with Clause 22.5 (*Procedure for transfer*).
 - (b) The proposed Transfer Date is 23 December 2019.
 - (c) The Facility Office and address, fax number and attention details for notices of the New Lender for the purposes of Clause 30.2 (*Addresses*) are set out in the Schedule.
- 3 The New Lender expressly acknowledges the limitations on the Existing Lenders’ obligations set out in paragraph (c) of Clause 22.4 (*Limitation of responsibility of Existing Lenders*).
- 4 The New Lender confirms, for the benefit of the Agent and without liability to any Obligor, that it is:
 - (a) a Treaty Lender;
- 5 The New Lender confirms that it holds a passport under the HMRC DT Treaty Passport scheme (with scheme reference number: 12/S/378823/DTTP) and is tax resident in Ireland, so that interest payable to it by borrowers is generally subject to a full exemption from UK withholding tax and requests that the Parent notify the Borrower that it wishes that scheme to apply to the Facility Agreement.
- 6 The New Lender confirms that it is not a Sponsor Affiliate.
- 7 This Agreement may be executed in any number of counterparts and this has the same effect as if the signatures on the counterparts were on a single copy of this Agreement.
- 8 This Agreement and any non-contractual obligations arising out of or in connection with it are governed by English law.
- 9 This Agreement has been entered into on the date stated at the beginning of this Agreement.

THE SCHEDULE

Commitment/rights and obligations to be transferred:

Existing Lender	Commitment	Commitment Transferred to New Lender
AlbaCore Partners I Investment Holdings A Designated Activity Company	£185,500,000	£185,500,000
AlbaCore Partners II Investment Holdings C Designated Activity Company	£139,500,000	£139,500,000
Total	£325,000,000	£325,000,000

All rights and obligations of the Existing Lenders (including those in respect of Original Lenders) under the Facility Agreement.

Address for notices to New Lender:

Address: [REDACTED]

Email: [REDACTED]

Attention: [REDACTED]

With a mandatory copy to:

AlbaCore Capital LLP

Address: [REDACTED]

Email: [REDACTED]

Attention: [REDACTED]

Existing Lenders

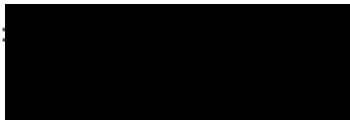
New Lender



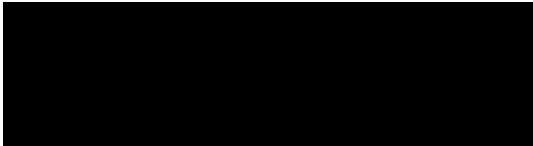
ALBACORE PARTNERS I INVESTMENT HOLDINGS A DESIGNATED ACTIVITY COMPANY

By: ALBACORE CAPITAL LLP as investment manager for and on behalf of AlbaCore Capital Limited as AIFM for AlbaCore Partners I Investment Holdings A Designated Activity Company and AlbaCore Partners I ICAV

Name:



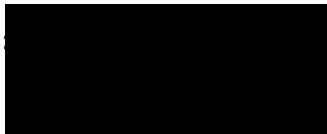
Title:



ALBACORE PARTNERS II INVESTMENT HOLDINGS C DESIGNATED ACTIVITY COMPANY

By: ALBACORE CAPITAL LLP as investment manager for and on behalf of AlbaCore Capital Limited as AIFM for AlbaCore Partners II Investment Holdings C Designated Activity Company and AlbaCore Partners II ICAV

Name:



Title:

.....

SAFARI FINANCING (IRELAND) DESIGNATED ACTIVITY COMPANY

acting by its lawfully appointed attorney

Name:

Title:

Existing Lenders

New Lender

.....

ALBACORE PARTNERS I INVESTMENT HOLDINGS A DESIGNATED ACTIVITY COMPANY

By: ALBACORE CAPITAL LLP as investment manager for and on behalf of AlbaCore Capital Limited as AIFM for AlbaCore Partners I Investment Holdings A Designated Activity Company and AlbaCore Partners I ICAV

Name:

Title:

.....

ALBACORE PARTNERS II INVESTMENT HOLDINGS C DESIGNATED ACTIVITY COMPANY

By: ALBACORE CAPITAL LLP as investment manager for and on behalf of AlbaCore Capital Limited as AIFM for AlbaCore Partners II Investment Holdings C Designated Activity Company and AlbaCore Partners II ICAV

Name:

Title:

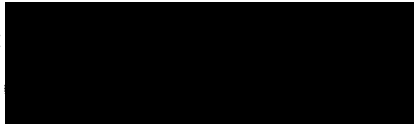


SAFARI FINANCING (IRELAND) DESIGNATED ACTIVITY COMPANY

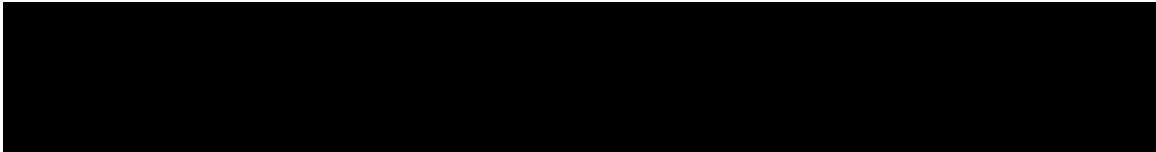
acting by its lawfully appointed attorney

Name:

Title:



This Agreement is accepted as a Transfer Certificate for the purposes of the Facility Agreement by the Agent and the Security Agent, and the Transfer Date is confirmed as ■ December 2019.



Wilmington Trust (London) Limited
As Agent
By:

Wilmington Trust (London) Limited
As Security Agent
By: