

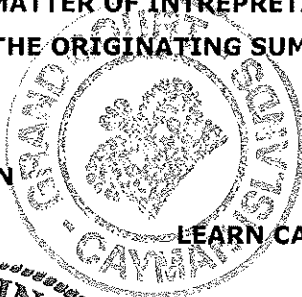
IN THE GRAND COURT OF THE CAYMAN ISLANDS

FSD CAUSE NO. 96 OF 2017 ()

THE HONOURABLE MR. JUSTICE _____
IN CHAMBERS

IN THE MATTER OF INTREPRETATION OF ARTICLES OF ASSOCIATION IN RESPECT OF
WHICH THE ORIGINATING SUMMONS IS ISSUED

BETWEEN



LEARN CAPITAL VENTURE PARTNERS III, L.P.



Plaintiff

AND

NBRL GLOBAL LTD

Defendant



ORIGINATING SUMMONS

LET THE DEFENDANT of c/o Campbells, Floor 4, Willow House, Cricket Square, PO Box 884, Grand Cayman KY1-1103, Cayman Islands, attend before the Judge in Chambers, at the Law Courts, George Town, Grand Cayman on the 31st day of May, 2017 at 8:30 o'clock on the hearing of an application by the Plaintiff of 620 Congress Avenue, Suite 200, Austin, Texas, 78701, USA that:

1. A determination of the true construction of Articles:

1.1. 70, which provides:

"A duly convened meeting of Directors at which a quorum is present may exercise all powers exercisable by the Directors."

1.2. 77, which provides:

"The quorum for the transaction of the business of the Directors may be fixed by the Directors, and unless so fixed shall be a simple majority of directors if there are four (4) or more Directors and shall be unanimous attendance if there are only three (3) or fewer directors."

"There shall be a Board of Directors consisting of six (6) persons provided however that the Company may from time to time by Ordinary Resolution increase or reduce the limits in the number of Directors, subject to Article 7.6.1. The first Directors of the Company shall be determined in writing by, or appointed by a resolution of, the subscribers."

1.4. 82, which provides:

"The continuing Directors may act notwithstanding any vacancy in their body, but if and so long as their number is reduced below the number fixed by or pursuant to these Articles as the necessary quorum of Directors the continuing Directors or Director may act for the purpose of increasing the number of Directors to that number, or of summoning a general meeting of the Company, but for no other purpose,"

2. A determination whether on the true construction of the said Articles:

2.1. In any case where the number of duly appointed directors is below six the Directors may exercise their powers under Article 70 provided the requirement for a quorum under Article 77 is met (as the Plaintiff maintains).

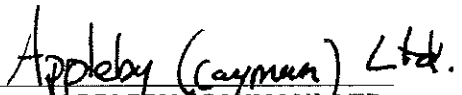
Or

2.2. In any such case the Directors may not exercise their powers unless or until vacancies are filled to bring the number of duly appointed directors up to six (as the Defendant maintains).

3. An order for the payment of the Plaintiff's costs by the Defendant on the indemnity basis.

AND LET THE DEFENDANT within _____ days after service of this summons on him counting the day of service, return the accompanying Acknowledgement of Service to the Courts office.

Dated this 16th day of May 2017



APPLEBY (CAYMAN) LTD.

This Originating Summons was issued by Appleby (Cayman) Ltd., whose address for service is 71 Fort Street, PO Box 190, Grand Cayman KY1-1104, Cayman Islands (Ref. 438589.0001) Attorneys-at-Law for the Plaintiff, whose registered office address is 620 Congress Avenue, Suite 200, Austin, Texas, 78701, USA.

NOTES:

1. This Summons may not be served later than 4 calendar months (or, if leave is required to effect service out of the jurisdiction, 6 months) beginning with the above date unless renewed by order of the Court.
2. If a defendant does not attend personally or by his attorney at the time and place above-mentioned such order will be made as the Court may think just and expedient.