

Companies (Jersey) Law 1991 (the "Law")

Memorandum of Association

of

CIDRON AIDA BIDCO LIMITED

(the "**Company**")

a no par value limited company

1. INTERPRETATION

Words and expressions contained in this Memorandum of Association have the same meanings as in the Law.

2. COMPANY NAME

The name of the Company is **Cidron Aida Bidco Limited**.

3. TYPE OF COMPANY

3.1 The Company is a private company.

3.2 The Company is a no par value company.

4. NUMBER OF SHARES

There shall be no limit on the number of shares which may be issued by the Company and if the share capital structure of the Company is at any time divided into separate classes of share there shall be no limit on the number of shares of any class which may be issued by the Company.

5. LIABILITY OF MEMBERS

The liability of a member arising from the holding of a share in the Company is limited to the amount (if any) unpaid on it.