

**Company No. 00803680**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**RESOLUTION**

**of**

**AVEVA SOLUTIONS LIMITED**

**(the "Company")**

**25 March 2021**

**(the "Circulation Date")**

We, the undersigned, being the sole eligible member of the Company (as defined in section 289 of the Companies Act 2006), irrevocably agree to the following resolutions of the Company having effect as special resolutions, in each case accordance with Chapter 2 of Part 13 of the Companies Act 2006:

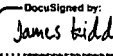
1. THAT a dividend of £201.83 per share be paid on the ordinary shares of £1.00 each to holders registered at the time of this resolution, and such sums shall, without the need for any resolution of the directors, and notwithstanding anything contained in the articles of association of the Company, from the time this resolution is passed time be a debt due from and immediately payable by the Company to the said holders.

We further consent to every variation or abrogation of the rights attaching to any class of shares of which we are a holder involved in or proposed to be effected by the passing of the resolutions set out above.

2. THAT, subject to and conditional upon the passing of resolution 1, a dividend of £18.10 per share be paid on the ordinary shares of £1.00 each to holders registered at the time of this resolution, and such sums shall, without the need for any resolution of the directors, and notwithstanding anything contained in the articles of association of the Company, from the time this resolution is passed time be a debt due from and immediately payable by the Company to the said holders.

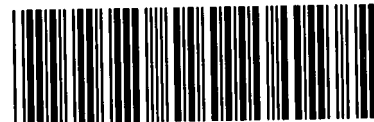
We further consent to every variation or abrogation of the rights attaching to any class of shares of which we are a holder involved in or proposed to be effected by the passing of the resolutions set out above.

Date: 25 March 2021

DocuSigned by:  
  
.....  
for and on behalf of  
**AVEVA GROUP PLC**

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COMPANIES HOUSE

## NOTES

1. If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- By Hand: delivering the signed copy to the company secretary at AVEVA Solutions Limited, High Cross, Maddingley Road, Cambridge, CB3 0HB.
- Post: returning the signed copy the company secretary at AVEVA Solutions Limited, High Cross, Maddingley Road, Cambridge, CB3 0HB.

If you do not agree to the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the resolutions to pass, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date.
4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.