

Company Number: 01245534

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**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**ATOS IT SERVICES UK LIMITED**  
**(the "Company")**

**WRITTEN RESOLUTION OF THE SHAREHOLDER OF THE COMPANY**

**29 November 2019**

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 and in accordance with the Articles of Association of the Company, the Directors of the Company propose that the following resolution be passed as an ordinary resolution:

**ORDINARY RESOLUTION**

No.	Resolution	For	Against
1	THAT, the Directors be and are generally and unconditionally authorised for the purposes of Article 30.1 of the Articles of Association of the Company to exercise all the powers of the Company to allot pursuant to section 550 of the Companies Act 2006 £1.00 ordinary shares in the Company up to an aggregate nominal amount of £41,000,000, provided that (unless previously revoked, varied or renewed) this authority shall expire on 31 January 2020. This authority is in substitution for all existing authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006 (which to the extent unused at the date of this resolution, are revoked with immediate effect).	X	

Please read the notes at the end of this document before signifying your agreement to the resolution above.

SATURDAY

COMPANIES HOUSE



\*A8KAUBUH\*

A24

14/12/2019

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COMPANIES HOUSE

## **AGREEMENT**

The undersigned, being persons entitled to vote on the above resolution on 29 November 2019, hereby irrevocably agree to the resolution indicated above.

Dated this 29 day of November 2019

A handwritten signature in black ink, appearing to be 'A. R. S. O.', is written over a horizontal dashed line.

Signed for and on behalf of  
**Atos IT Services Limited**  
being the sole member of the Company

## NOTES

- 1 If you wish to vote in favour of a resolution please put an "X" in the For box next to that resolution. If you wish to vote against a resolution please put an "X" in the Against box next to that resolution or leave both boxes next to that resolution blank. Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods:
  - **By Hand:** delivering the signed copy to the Company Secretary, c/o Atos IT Services UK Limited, Second Floor, Mid City Place, 71 High Holborn, London, United Kingdom, WC1V 6EA.
  - **By Post:** returning the signed copy by post to the Company Secretary, c/o Atos IT Services UK Limited, Second Floor, Mid City Place, 71 High Holborn, London, United Kingdom, WC1V 6EA.
  - **By Fax:** faxing the signed copy to +44 (0) 203 635 0124 marked "For the attention of the Company Secretary, Atos IT Services UK Limited".
  - **By E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [james.loughrey@atos.net](mailto:james.loughrey@atos.net). Please enter "Written resolutions dated [*insert circulation date*] 2019" in the e-mail subject box.

If there are no resolutions you agree with, you do not need to do anything. You will not be deemed to agree if you fail to reply.

- 2 The period for agreeing to the attached written resolution(s) is the period of 28 days beginning with the circulation date. If you agree to all or any of the resolutions, please ensure that your agreement reaches us before or during this date. If not passed during this period, the written resolution(s) will lapse and the agreement of any member signified after that period will be ineffective. If you do not agree to the resolution, you do not need to do anything. Once you have given your agreement in accordance with steps set out in note 1, you may not revoke that agreement.
- 3 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 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.