

Company No: 02136404

WSP GROUP LIMITED
(the “Company”)

Written Resolution of the sole Member of the Company

Circulation date: 22 September 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the “**Act**”), the Directors propose that the following resolution is passed (the “**Resolution**”).

ORDINARY RESOLUTION

- 1** That the Directors be generally and unconditionally authorised pursuant to and in accordance with Section 551 of the Act to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company up to a nominal amount of £5, such authority to apply in substitution for all previous authorities pursuant to Section 551 of the Act and to expire on 18 September 2027 but so that the Company may, before such expiry, make offers and enter into agreements which would, or might, require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after the authority given by this Resolution has expired.

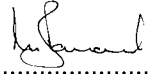
[signature page follows]

AGREEMENT

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

The undersigned, being a person entitled to vote on the Resolution on 22 September 2022, hereby irrevocably agrees to all of the Resolution:

Signed by **WSP Holding UK Limited**



.....
Miles Lawrence Barnard

Date

22 September 2022
.....

NOTES:

- 1 If you agree with the Resolution please indicate your agreement by signing and dating this document where indicated above and returning it to the Company in one of the following ways
 - **By Hand:** delivering the signed copy to Karen Anne Sewell, WSP House, 70 Chancery Lane, London, WC2A 1AF.
 - **Post:** returning the signed copy by post to Karen Anne Sewell, WSP House, 70 Chancery Lane, London, WC2A 1AF.
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to *Karen.Sewell@wsp.com*.
- 2 If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4 Unless, by midnight on the date which is the end of the period of 28 days beginning with the circulation date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before this time.