

COMPANIES ACT 2006
~~SPECIAL/WITTEN/ORDINARY RESOLUTION~~
RESOLUTION

Company number: 2426011

Company name: INTERCONNECTOR LEASING COMPANY LIMITED

On the 15TH day of DEC 20 21 the following ~~special/written/ordinary~~ resolution
was agreed and passed by the members:

[Handwritten signature]

Signed *M. Othman*



Company number 2426011

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF
INTERCONNECTOR LEASING COMPANY LIMITED (the "Company")

Circulation Date: 15 DECEMBER 2021

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following written resolutions which are proposed as special resolutions.

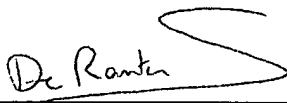
SPECIAL RESOLUTIONS

1. THAT the Company's entry into:
 - a. a deed of variation in respect of a finance lease dated 18 February 2005 with Interconnector Limited relating to moveable plant and machinery located at Bacton, Norfolk and the adjoining undersea gas pipeline ("**Moveables Lease**"), pursuant to which the Company relinquishes its redelivery rights in respect of the plant and machinery and agrees to rebate 99.9% of the proceeds of sale of the plant and machinery to Interconnector Limited;
 - b. a deed of variation in respect of a finance lease dated 18 February 2005 with Interconnector Limited relating to fixed plant and machinery installed at the gas compression facility at Bacton, Norfolk ("**Fixtures Lease**"), pursuant to which the Company relinquishes its redelivery rights in respect of the plant and machinery and agrees to give Interconnector Limited a right to purchase the relevant plant and machinery for nominal value; and
 - c. an asset transfer agreement with Interconnector Limited pursuant to which: (i) the Company transfers the plant and machinery the subject of the Moveables Lease to Interconnector Limited for nominal value; and (ii) Interconnector Limited purchases the fixed assets the subject of the Fixtures Lease from the Company for nominal value,be approved; and
2. THAT the Company's entry into the abovementioned deeds of variation and asset transfer agreement is most likely to promote the success of the Company for the benefit of its members.

AGREEMENT TO WRITTEN RESOLUTION

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

The undersigned, a person entitled on the Circulation Date to vote on the written resolution, irrevocably agrees to the written resolution.



For and on behalf of Interconnector Limited

Date of agreement to resolution: 15 DECEMBER 2021

ACCOMPANYING STATEMENT TO PROPOSED WRITTEN RESOLUTION

How to agree to this resolution

1. If you agree to the resolution, please signify your agreement to the resolution by signing and dating the attached document and returning it to the Company using one of the following methods:
 - (a) **by hand:** by delivering it to the Company's registered office;
 - (b) **by post:** by posting it to Company's registered office; or
 - (c) **by email:** by either:
 - (i) attaching a scanned legible copy of the signed and dated document to an email and sending it to Mary.Simmons@interconnector.com; or
 - (ii) sending an email to the Company at Mary.Simmons@interconnector.com identifying the resolution to which it relates and confirming your agreement to the resolution and this email must also state your name and the shares in respect of which you are voting.

In either case, please enter "Written resolution of Interconnector Leasing Company Limited" in the subject box of the email.

Deadline for confirming agreement

2. The period for agreeing to the attached written resolution is the period of 28 days beginning with the Circulation Date. If you agree to the resolution, you must ensure that your agreement reaches us during this period by complying with the steps set out in note 1. If not passed during this period, the written resolution lapses 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 the steps set out in note 1, you may not revoke that agreement.

Joint holders

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.

Powers of attorney

4. If you are signing this document on behalf of a person under a power of attorney or other authority, you must send a copy of the power of attorney or authority when returning this document.