

SPECIAL RESOLUTIONS OF INSPECTORATE HOLDINGS PLC ("Company")

Company number 02721275

Passed on 24 June 2019

At a general meeting of the Company duly convened and held at 2 Perry Road, Witham, Essex, CM8 3TU on 24 June 2019 at 1 am/pm, resolutions 1 to 3 (inclusive) were duly passed as special resolutions and resolutions 4 and 5 were passed as an ordinary resolutions.

Special resolutions

1. **THAT** the Company be re-registered as a private limited company under the Companies Act 2006 by the name of Bureau Veritas Commodity Services Limited.
2. **THAT** the articles of association of the Company are amended by deleting all the provisions of the Company's memorandum of association which, by virtue of section 28 Companies Act 2006, are to be treated as provisions of the Company's articles of association.
3. **THAT** the regulations contained in the new articles submitted to the meeting and for the purposes of identification signed by the chairperson be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association.

Ordinary resolutions

4. **THAT** with effect from the Company's re-registration as a private limited company and in accordance with paragraph 47(3)(b) of Part 3 of Schedule 4 to the Companies Act 2006 (Commencement No. 5, Transitional Provisions and Savings) Order 2007 (SI 2007/3495), the directors be given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006.
5. **THAT** with effect from the Company's re-registration as a private limited company and in accordance with paragraph 43(1) of Schedule 2 to the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008 (SI 2008/2860), the directors be given the power to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550 of the Companies Act 2006. This authority is in

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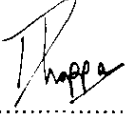
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substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006.

Signed 

Chair of the meeting