Execution Version

Intercompany balance reorganisation
Step 5.2 – Record of Shareholder Resolution

Company number 02853595

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

RECORD OF WRITTEN CRDINARY RESOLUTION

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APOGEE CORPORATION LIMITED (the Company)

UNDER CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006

By a written resolution dated 3\ October 2018, the sole member of the Company agreed to the following resolutions being passed as written resolutions by the requisite majority of members of the Company.

ORDINARY RESOLUTION

- 1. **THAT** in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in Article 5 of the Company's memorandum of association dated 7 September 1993, which by virtue of section 28 of the Companies Act 2006 is treated as a provision of the Company's articles of association, is hereby revoked and deleted.
- 2. THAT in accordance with paragraph 43(1) of Schedule 2 to the Companies Act 2006 (Commencement No. 8, Transitional Provisions and Savings) Order 2008, the directors may exercise, in accordance with section 550 cf the Companies Act 2006, all powers of the Company to allot shares in the Company or grant rights to subscribe for, or convert any security into, shares in the Company.

Director of Apogee Corporation Limited

Date: 31 October 2018

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