

Company No. 04283572

**AIRPORTS (UK) NO.2 LIMITED**  
(the *Company*)

**PRIVATE COMPANY LIMITED BY SHARES**

**SOLE MEMBER'S WRITTEN RESOLUTIONS**

Circulation Date: 17th July 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the *Act*), **WE**, the undersigned, being the sole member of the Company who at the date of these resolutions would be entitled to receive notice of, and attend and vote at, a general meeting of the Company, **CONFIRM** and **AGREE** that the following resolutions shall have effect as if passed at a general meeting of the Company duly convened and held. The first and second resolutions below shall each be passed as an ordinary resolution (together, the *Resolutions*). Accordingly **WE HEREBY RESOLVE**:

**FIRST ORDINARY RESOLUTION**

**THAT** the directors of the Company are generally and unconditionally authorised pursuant to section 551 of the Act, in substitution for any prior authority conferred upon the board of directors of the Company, but without prejudice to any allotments made pursuant to the terms of such authorities, to exercise all of the powers of the Company to allot and issue ordinary shares in the Company up to an aggregate nominal amount of £1 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) one year after the date on which this resolution is passed, but the Company may make an offer or agreement before this authority expires which would or might require shares to be allotted, or rights to subscribe for or convert any security into shares to be granted, after this authority has expired and the directors may allot shares and grant rights in pursuance of that offer or agreement as if this authority had not expired.

**SECOND ORDINARY RESOLUTION**

**THAT** the directors of the Company are authorised to make an application to the registrar of companies under section 1003 of the Act for the Company's name to be struck off the register of companies.

**AGREEMENT**

Please read the Notes at the end of this document before signifying your agreement to the resolutions.



AUK2 Shareholder Resolution

The undersigned, being the sole member of the Company entitled to receive notice of, and to attend and vote at, a general meeting of the Company at the date of these resolutions, hereby irrevocably agrees to the Resolutions set out above and confirms and agrees that the Resolutions shall for all purposes be valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

Signed for and on behalf of  
**2342919 ONTARIO LIMITED**  
acting by its authorised signatory

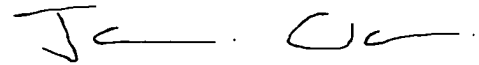
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Signature: .....

James Adam

Name: .....

Date: ..... 17th July 2020



**NOTES:**

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - By hand or post: delivering the signed copy to Adrienne Kastirr.
  - By e-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to Adrienne Kastirr ([adrienne.kastirr@oainvestments.com](mailto:adrienne.kastirr@oainvestments.com)).
  - Please enter "Written resolutions of Airports UK (No.2) Limited" in the e-mail subject box.
2. If you do not agree to the resolutions, 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 Resolutions, you may not revoke your agreement.
4. Unless, by the date that is 28 days from the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. 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.