

Company No. 05740797

The Companies Act 2006

Private Company Limited by Shares

Written Resolution

of

Teesside Gas Processing Plant Limited (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company have proposed that the resolutions below are passed by the members of the Company.

We, the undersigned, being entitled as at 9 November 2020, the date of circulation of this resolution, to attend and vote at general meetings of the Company, **RESOLVE THAT** the following resolution(s) be passed as a written resolutions by the members of the Company.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

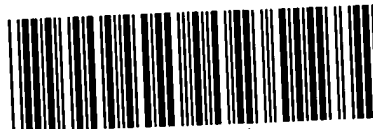
[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

WEDNESDAY



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COMPANIES HOUSE

Special Resolutions

4. **That**, the following language is added as a new article 37:

“Notwithstanding anything contained in these Articles, the Directors of the Company may not decline to register any transfer of shares in the Company and may not suspend any registration thereof, where such transfer is:

- (i) to a bank or institution to which such shares have been mortgaged or charged by way of security (whether as lender, or agent and trustee for a group of banks or institutions or otherwise) (a “Secured Institution”), or to any nominee of such Secured Institution, pursuant to any such security;*
- (ii) executed by a Secured Institution or its nominee pursuant to the power of sale or other power under any such security; or*
- (iii) executed by a receiver or manager appointed by or on behalf of any Secured Institution or its nominee, under any such security,*

and furthermore, notwithstanding anything to the contrary contained in these Articles:

- (iv) no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or to its nominee;*
- (v) no Secured Institution or its nominee; and*
- (vi) no receiver or manager appointed by or on behalf of a Secured Institution or its nominee,*

shall be required to offer the shares which are or are to be the subject of any such transfer to the shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under these Articles or otherwise to require such shares to be transferred to them whether for consideration or not.”

5. **That**, the existing articles shall be renumbered accordingly.

Date of circulation 9 November 2020

Attested

Date of signature 9 November 2020

For and on behalf of NSMP (TGPP) Limited

■ [REDACTED]
[REDACTED]
[REDACTED]

■ [REDACTED]
[REDACTED]

■ ■ [REDACTED]
[REDACTED]
[REDACTED]

■ [REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]

■ [REDACTED]
[REDACTED]
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■ [REDACTED]

■ [REDACTED]
[REDACTED]
[REDACTED]