

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**ETIHAD TOPCO LIMITED**

**(Registered Number: 07479219)**

**(the "Company")**

11 February 2022 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolution be passed as a special resolution (the "**Resolution**") by way of written resolution of the Company.

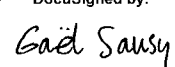
**SPECIAL RESOLUTION**

**"THAT** the new articles of association of the Company appended to this Resolution be and are hereby adopted as the new articles of association of the Company with effect from the date of passing of this Resolution in substitution for, and to the entire exclusion of, all existing articles of association of the Company."

## AGREEMENT

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

We, the undersigned, being the persons entitled, as at the Circulation Date, to vote on the Resolution hereby irrevocably agree to the Resolution and (to the extent required) hereby irrevocably consent to the passing of Resolution for the purposes of section 630 of the Act.

DocuSigned by:  
  
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Gaël Sausy, authorised signatory

for and on behalf of  
**Telco S.à r.l.**

Date: 14 February 2022

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, authorised signatory

for and on behalf of  
**Ocorian Limited as Trustee of the Universal  
Utilities Employee Benefit Trust**, acting as  
nominee

Date:

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, authorised signatory

for and on behalf of  
**Ocorian Limited as Trustee of the Universal  
Utilities Employee Benefit Trust**

Date:

## NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.
4. Unless, by the date which falls 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please therefore ensure that your agreement reaches the Company before or on 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.