

VIRTUS Reorg ~ Step 01 – execution version

Company No: 08035414

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
VIRTUS IMH LIMITED
(the “Company”)

14 May 2020 | 00:52 BST 14 May 2020 | 00:52 BST
am/pm on 2020 (the “Circulation Date”)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution (the “Special Resolution”).

Special Resolution

THAT the amount of £9,980,001 standing to the credit of the share premium account of the Company as at as at the date of this resolution be and is hereby cancelled and the balance be and is hereby released into the profit and loss account of the Company.

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

The undersigned, being the sole member entitled to vote on the above.

DocuSigned by:

0FD1722280DD42A

On behalf of

VIRTUS Data Centres Properties Ltd



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Notes

1. If you agree to the Special Resolution, please indicate your agreement by signing and dating this document where indicated and returning it to the Company using one of the following methods:
 - **By Hand:** delivering the signed copy to VIRTUS IMH Limited, Kent House, 14-17 Market Place, London, W1W 8AJ.
 - **Post:** returning the signed copy by post to VIRTUS IMH Limited, Kent House, 14-17 Market Place, London, W1W 8AJ.
 - **Email:** by attaching a scanned copy of the signed document to an e-mail and sending it to Rebecca.Pollard@virtusdcs.com.

If you do not agree to the Special Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the Special Resolution, you may not revoke your agreement.
3. Pursuant to the Companies Act 2006, unless sufficient agreement has been received for the Special Resolution to pass, the Special Resolution will lapse on the twenty eighth (28th) day after the Circulation Date. If you agree to the Special Resolution, please ensure that your agreement reaches us before or during this date. The agreement of a member to a written resolution proposed under the Companies Act 2006 is ineffective if signified after this date.
4. 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.