THE COMPANIES ACT 2006

WRITTEN RESOLUTION

-OF-

LEVANTERA DEVELOPMENTS LIMITED (the "Company")

A75C4F7N

A11 05/05/2018 COMPANIES HOUSE

#129

Circulation date:

ursuant to Chapter 2 of Part 13 of the Companies Act 2006 (th

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the abovenamed company (the "Company") propose that the following resolution (the "Resolution") is passed as a special resolution:

SPECIAL RESOLUTION

- 1. Alteration of Articles of Association
- 1.1 THAT, pursuant to section 21 of the Companies Act 2006, the Articles of Association of the Company be amended by inserting the following new Article 32(6):

"Notwithstanding anything contained in these Articles:

- (a) any pre-emption rights conferred on existing members by these Articles or otherwise shall not apply to, and
- (b) the directors shall not decline to register, nor suspend registration of,

any transfer of shares where such transfer is:

- (i) in favour of any bank or institution (or any nominee or nominees of such bank or institution) to whom such shares are being transferred by way of security, or
- (ii) duly executed by any such bank or institution (or any such nominee or nominees) to whom such shares shall (including any further shares in the Company acquired by reason of its holding of such shares) have been transferred as aforesaid, pursuant to the power of sale under such security, or
- (iii) duly executed by a receiver appointed by a bank or institution pursuant to any security document which creates any security interest over such shares.

Any lien on shares which the Company has shall not apply in respect of any shares which have been charged by way of security to a bank or financial institution or a subsidiary of a

bank or financial institution or which are transferred in accordance with the provisions of this Article."

2. This resolution shall have effect notwithstanding any provisions of the Company's Articles of Association.

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

BY ORDER OF THE BOARD

Director

AGREEMENT

I/WE THE UNDERSIGNED, being the sole member of the Company on the Circulation Date entitled to vote on the Resolution on the Circulation Date HEREBY IRREVOCABLY AGREES to the Resolution.

Name: Alina Osorio

duly authorised signatory for and on behalf of **Aegletes Holdco Limited**

Dated: $\frac{4\rho_{ij}}{24}$ 2018

NOTES

- 1. To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company by attaching a scanned copy of the signed document to an e-mail and sending it to bmoncik@fierainfrastructure.com.
- 2. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
- 3. Unless, by the date that is 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse.