

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF THE SOLE SHAREHOLDER**

OF

**Garrett TS Ltd
(Company number 11235267)
(the "Company")**

**9 August 2021
(the "Circulation Date")**

We, the undersigned, being the eligible sole shareholder of the Company entitled to receive notice of and who as at the Circulation Date are entitled to attend and vote at a general meeting of the Company, hereby **RESOLVE** in accordance with Chapter 2 of Part 13 of the Companies Act 2006 (as amended) (the "**2006 Act**") as follows and agree that the following resolutions (the "**Resolutions**") shall be passed by way of written resolutions and shall, for all purposes, be as valid and effective as if they had been passed as special resolutions at a general meeting of the Company duly convened and held.

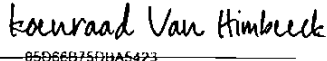
SPECIAL RESOLUTIONS

THAT conditional on this special resolution being passed on or before 24 August 2021, the Company's share capital shall be reduced by reduced by £3,500,000.000 by reducing the share premium account of the Company.

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

Agreement:

We, being an eligible member of the Company entitled to receive notice of and to attend and vote at a general meeting of the Company on the Circulation Date, agree that the Resolutions be passed as written resolutions of the Company having effect as special and ordinary resolutions (as set out above) of the Company.

DocuSigned by:

05066B75D8A5423
For and on behalf of
Garrett LX III Sarl
Date: 1 Aug 2021

Important:

To signify your agreement to the Resolutions, you must:

- sign this document where indicated above;
- return the signed document to the Company using one of the following methods:
 - a) deliver it by hand or send it by post to the Company's registered office;**
 - b) post a copy of the signed document to Sullivan & Cromwell LLP marked "For the attention of Dermot Costello", 1 New Fetter Lane, London EC4A 1AN; or**
 - c) attach a scanned copy of the signed document to an email, enter "Written Resolution" in the subject line and send it to costellod@sullcrom.com.**

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 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.

Unless, by (and including) the date falling 28 days from the circulation date of these Resolutions, 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.

Note: Once given, your agreement may not be revoked.