

Company number: 11281796

The Companies Act 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

OF

MATADOR INFRASTRUCTURE UK LIMITED (the "Company")

We, the undersigned, being the required majority of eligible members of the Company **resolve** as follows:

Ordinary Resolution

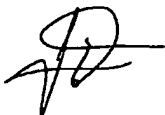
THAT, the directors of the Company be generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the capital of the Company up to an aggregate nominal amount of MXN 400,000, such authority to expire on the date which is 12 months from the date of the passing of this resolution but so that the Company may make offers and enter into agreements before the authority expires which would, or might require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after the authority expires and the directors may allot shares or grant such rights under any such offer or agreement as if the authority has not expired.



For and behalf of **GS International Infrastructure Partners I, L.P.**

By: **GS Infrastructure Advisors 2006 L.L.C.**, its general partner

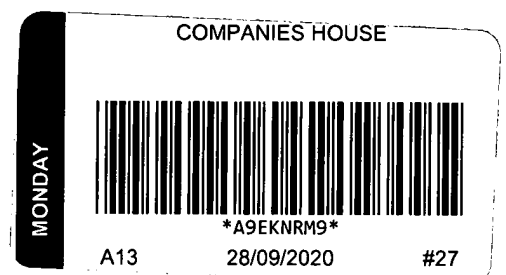
Name: Jonathan Hunt
Title: Vice President
Date: September 24, 2020



For and behalf of **GS Global Infrastructure Partners I, L.P.**

By: **GS Infrastructure Advisors 2006 L.L.C.**, its general partner

Name: Jonathan Hunt
Title: Vice President
Date: September 24, 2020



Notes

1. The circulation date of this resolution is 16 September 2020. This resolution has been sent to eligible members who would have been entitled to vote on the resolutions on this date. Only such eligible members (or persons authorised on their behalf) should sign these resolutions.
2. An eligible member can signify his or its agreement to this resolution by signing the resolution and sending a copy of the signed resolutions by email to paulc@matadorinfrastructureuk.co.uk.
3. 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. Once you have indicated your agreement to the resolution, you may not revoke your agreement.
4. Pursuant to the Companies Act 2006, unless, by the end of the date being 28 days beginning with the Circulation Date, sufficient agreement has been received for the resolution to pass, it will lapse. If you agree to the 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 signed after 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.