

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 Resolutions

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 1,000,106,800, 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.

THAT, MXN 1,000,106,800 standing to the credit of the Company's merger reserve be and is hereby capitalised and appropriated as capital to the holders of ordinary shares of MXN 1.00 each in the capital of the Company whose names appear in the register of members as at the close of business on November 12, 2021 and that the directors be and are hereby authorised to apply such sum in paying up in full 1,000,106,800 ordinary shares of MXN 1.00 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, to the holders of ordinary shares of MXN 1.00 each at the rate of 440 such new share(s) for every one existing ordinary share of MXN 1.00 each held by them (or as near as may be).

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COMPANIES HOUSE



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

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

Name: Scott Kilpatrick
Title: Vice President
Date: November 12, 2021



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

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

Name: Scott Kilpatrick
Title: Vice President
Date: November 12, 2021

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For and behalf of **GS Institutional Infrastructure Matador C.V.**

By: Matador Gen Par B.V., its general partner

Name:
Title:
Date:



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For and behalf of **Kalorama L.P.**

By: MBD Advisors, L.L.C., its general partner

Name: Scott Kilpatrick

Title: Vice President

Date: November 12, 2021

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

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

Name:

Title:

Date:

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

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

Name:

Title:

Date:

DocuSigned by:

M.H.G. Vennekens

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DocuSigned by:

M.H.G. Vennekens

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Proxy holder A

DocuSigned by:

[Signature]

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Proxy holder B

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For and behalf of **GS Institutional Infrastructure Matador C.V.**

By: Matador Gen Par B.V., its general partner

Name: M.H.G. Vennekens / Vistra Management Services (Netherlands) B.V.

Title: Directors

Date: 15 November 2021

DocuSigned by:



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For and behalf of **Epsom Investment Pte. Ltd.**

Name: Kate Flanagan

Title: Authorized Signatory

Date: 11.23.2021