

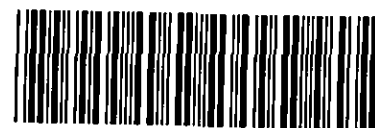
Company No: 12101405

WRITTEN RESOLUTION

of

DLH RIVER BUNKER LIMITED
(the "**Company**")

WEDNESDAY



A21 *A9J0T9ZL* 02/12/2020 #291
COMPANIES HOUSE

Pursuant to section 281(1)(a) of the Companies Act 2006 (the "**Act**")

Circulation date: 20 July 2020

Pursuant to section 291 of the Act, the directors of the Company propose that Resolution 1 below be passed as an ordinary resolution and Resolution 2 below is passed as a special resolution.


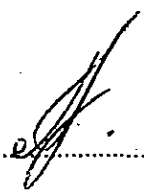
Ordinary Resolution

- (1) **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of US\$10,000,000, provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years after the date on which this Resolution 1 is passed, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution 1 has expired.
- (2) This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

Special Resolution

- (3) **THAT**, subject to the passing of Resolution 1 above, and in accordance with section 570 of the Companies Act 2006, the directors of the Company be generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authority conferred by Resolution 1 above and as if section 561(1) of the Companies Act 2006 and any pre-emptions rights afforded to each shareholder on transfer including Company buyback did not apply to any such allotment and transfer, provided that this power shall:
- (i) be limited to the allotment of such number of equity securities that the entire share capital of the Company will not exceed the maximum nominal amount of £37,500,000; and
 - (ii) continue for five years from the passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.
- (4) **THAT**, the articles of association in the form attached at Annexure A be adopted as the new articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company.

We, the undersigned, being the members of the Company who at the date of circulation of these resolutions would have been entitled to vote on the resolutions, agree to the above resolutions.

	
DL Hudson Germany GMBH	Nika Pieshkova
Date 31 July 2020	Date 31 July 2020

Notes:

- (1) You can choose to agree to all of the resolutions or none but you cannot agree to only some of the resolutions. If you agree to the above resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by delivering it by hand or by posting it to the registered office marked for the attention of Sanjeev Shah Tolia.
- (2) A member's agreement to a written resolution, once signified, may not be revoked.
- (3) A written resolution is passed when the required majority of eligible members have signified their agreement to it.
- (4) The resolutions set out above must be passed before the end of the day which is 28 days from the circulation date at the head of these resolutions otherwise they will lapse.
- (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.