

COMPANY NUMBER 00621547
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
GEODIS FF UNITED KINGDOM LTD ("Company")

22 December 2022 ("**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**CA 2006**"), the directors of the Company propose the following resolution is passed as a special resolution ("**Resolution**").

SPECIAL RESOLUTION

Pre-Emption Waiver

THAT the directors of the Company be generally empowered to allot and issue shares in the Company up to an aggregate nominal value of £8,649,000 as if the pre-emption rights and process set out in article 4 of the Articles of Association of the Company did not apply to such allotment.

AGREEMENT

I, the undersigned, a duly authorised signatory of Geodis International, being the sole member of the Company eligible to attend and vote at general meetings of the Company, hereby pass the following resolution, designated as a Special Resolution, and agree that the said resolution shall be as valid and effective as if it had been passed at a general meeting of the Company duly convened and held.

Signed by Albertine Hanin as President acting
on behalf of **GEODIS INTERNATIONAL**


Albertine Hanin (Dec 22, 2022 18:32 GMT+1)

Date:

22 December 2022

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company using one of the following methods:
 - By Hand: delivering the signed copy to the directors of the Company at its registered office.
 - Post: returning the signed copy by pre-paid post to the directors of the Company at its registered office.
 - Adobesign.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.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by the date falling 28 days after 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.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members. If in doubt, please contact the Company or ensure that each joint holder signs and dates this document.
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.