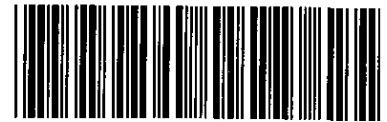


Number: 06689215

KOOLE TANKSTORAGE UK LIMITED
(the "**Company**")

MONDAY



A05 *AAFW40CG* 25/10/2021 #241
COMPANIES HOUSE

WRITTEN RESOLUTIONS OF THE BOARD OF DIRECTORS

Pursuant to the articles of association of the Company, we, being all the directors of the Company, resolve as follows:

1. PROPOSED EXEMPTION CONDITIONS

- 1.1 The Company wishes to take an audit exemption for the financial year ending 31 December 2020 (the "**2020 Financial Year**") pursuant to section 479A of the Companies Act 2006 (the "**Act**") (the "**Proposed Exemption**").
- 1.2 Whereas the Company meets the criteria for the Proposed Exemption set out in section 479A(1) of the Act, the Proposed Exemption is conditional upon compliance with all of the following conditions:
 - 1.2.1 Koole Terminals B.V., acting in its capacity as the sole member of the Company (the "**Sole Member**"), must agree to the Proposed Exemption;
 - 1.2.2 Koole Terminals Subholding II B.V. (the "**Parent Undertaking**") must give a statement of guarantee of all outstanding liabilities of the Company for the 2020 Financial Year in accordance with section 479C of the Act;
 - 1.2.3 the Company must be included in the consolidated accounts drawn up for the 2019 Financial Year or to an earlier date in that year by the Parent Undertaking in accordance with either (i) the provisions of Directive 2013/34/EU of the European Parliament and the council on the annual financial statements, consolidated statements and related reports of certain types of undertakings, or (ii) international accounting standards;
 - 1.2.4 the Parent Undertaking must disclose in the notes to the consolidated accounts for that year that the Company is exempt from the requirements of the Act relating to the audit of individual accounts by virtue of section 479A of the Act; and
 - 1.2.5 the directors of the Company must deliver to the registrar of companies on or before the date that they file the accounts for the 2020 Financial Year:
 - (a) a written notice of the agreement of the Sole Member referred to in section 479A(2)(a) of the Act and paragraph 1.2.1 above (the "**Member's Agreement**");
 - (b) the statement of guarantee of the Parent Undertaking referred to in section 479C(1) of the Act and paragraph 1.2.2 above (Companies House form AA06) (the "**Statement of Guarantee**");

- (c) a copy of the Parent Undertaking's consolidated accounts in which the Company is included referred to in section 479A(2)(c) of the Act (the "**Consolidated Accounts**");
- (d) a copy of the auditor's report on the Consolidated Accounts (the "**Auditor's Report**"); and
- (e) a copy of the consolidated annual report drawn up by the Parent Undertaking (the "**Annual Report**").

2. **DOCUMENTS ANNEXED TO THE WRITTEN RESOLUTION**

2.1 The following documents are annexed to these written resolutions:

- 2.1.1 a form of the Statement of Guarantee;
- 2.1.2 a form of the Member's Agreement;
- 2.1.3 a copy of the Consolidated Accounts;
- 2.1.4 a copy of the Auditor's Report;
- 2.1.5 a copy of the Annual Report;
- 2.1.6 a copy of the profit and loss account and balance sheet of the Company for the 2020 Financial Year (the "**Company's Accounts**"); and
- 2.1.7 a copy of the directors' report of the Company for the 2020 Financial Year (the "**Directors' Report**").

3. **COMPANY ACCOUNTS**

IT IS RESOLVED that:

3.1 the Company's Accounts be approved; and

3.2 any director of the Company be authorised to sign:

3.2.1 the balance sheet on behalf of the board which includes the following statement:

"For the year ending 2020, the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts"; and

- 3.2.2 on behalf of the board, the copy of the balance sheet which is to be delivered to the registrar of companies.

4. DIRECTORS' REPORT

IT IS RESOLVED that:

- 4.1 the Directors' Report be approved; and
- 4.2 any director of the Company be authorised:
 - 4.2.1 to sign the Directors' Report on behalf of the board; and
 - 4.2.2 to sign on behalf of the board the copy of the Directors' Report which is to be delivered to the registrar of companies.

5. APPROVAL OF PROPOSED EXEMPTION AND EXECUTION OF DOCUMENTS

IT IS RESOLVED that:

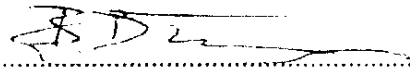
- 5.1 adopting the Proposed Exemption would promote the success of the Company for the benefit of its members as a whole;
- 5.2 the Company has been included in the Consolidated Accounts, the notes to which disclose that the Company is exempt from the requirements of the Act relating to the audit of individual accounts by virtue of section 479A of the Act;
- 5.3 the form of the Statement of Guarantee satisfies the requirements of section 479C(2) of the Act;
- 5.4 the form of the Statement of Guarantee be approved and sent to the Parent Undertaking for signature;
- 5.5 the form of the Member's Agreement be approved and sent to the Sole Member for signature;
- 5.6 any director of the Company be and is authorised to sign the Statement of Guarantee on behalf of the Company; and
- 5.7 each director of the Company be severally authorised to sign on behalf of the Company all documents and to do all other acts and things as he or she may consider necessary or desirable in connection with the Proposed Exemption.

6. FILING OF DOCUMENTS

IT IS RESOLVED that, subject to the Parent Undertaking approving and signing the Statement of Guarantee and the Sole Member approving and signing the Member's Agreement, the directors arrange for the filing of the following documents with the registrar of companies on or before the date on which the Company files its accounts for the 2019 Financial Year:

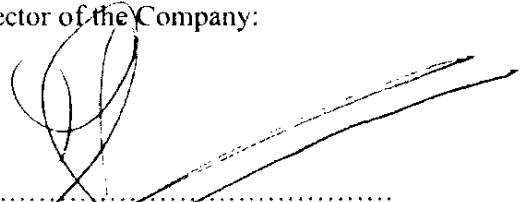
- 6.1 a copy of the Member's Agreement signed by the Sole Member;
- 6.2 the copy of the Statement of Guarantee signed by the Company and the Parent Undertaking;
- 6.3 a copy of the Consolidated Accounts;
- 6.4 a copy of the Auditor's Report;
- 6.5 a copy of the Annual Report;
- 6.6 a copy of the Company's Accounts including a signed balance sheet; and
- 6.7 a signed copy of the Directors' Report.

Signed by **Koole Terminals B.V.** in its capacity as director of the Company:



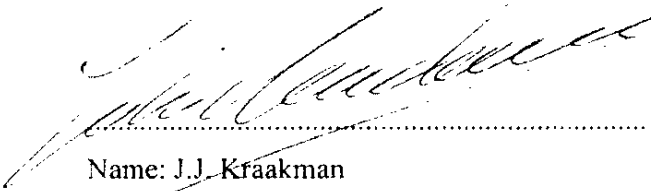
Name: B.D. Wassenaar
Director of Koole Terminals B.V.

Dated: 17/3/21



Name: A.G.H. Steenland
Director of Koole Terminals B.V.

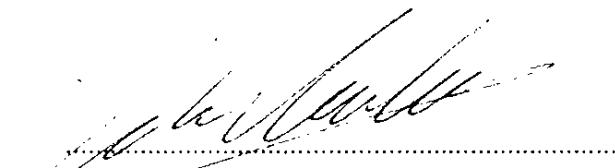
Dated: 17/3/21



Name: J.J. Kraakman
Director of Koole Terminals B.V.

Dated:

Signed by **Johannes Jacobus Kraakman**:



Director of the Company 17/3/21
Dated: