

Company No. 07890599

The Companies Act 2006

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Private Company Limited by Shares

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Written Resolution of the Sole Member of the Company

of

AquaVenture (BVI) Holdings Limited (the "Company")

Pursuant to section 292 of the Companies Act 2006, the sole member of the Company has proposed that the resolutions below are passed by the members of the Company as special resolutions in accordance with section 21(1) of the Companies Act 2006.

We, the undersigned, being the sole member of the Company and entitled as at the date of this resolution to attend and vote at general meetings of the Company, **RESOLVE THAT** the following resolutions in paragraphs 1-4 (the "**Resolutions**") be passed as written resolutions having effect as a special resolution of the Company to amend the articles of association of the Company (the "**Articles**").

**Special Resolution**

1. **That**, the following language is added as a new article 7:  
  
    **"7.     Decision making**  
  
    (1)     *Any decision of the directors can be made by a decision taken at a meeting at which a quorum of directors is present, a majority decision or a decision taken in accordance with article 8.*  
  
    (2)     *Model Article 7 shall be amended accordingly."*
2. **That**, article 9(2) is replaced with the following language:  
  
    *"The quorum for directors' meetings may be fixed from time to time by a decision of the directors it must never be less than one eligible director, and unless otherwise fixed it is one eligible director."*
3. **That** articles 9(3) and 9(4) of the Articles shall be deleted in their entirety.
4. **That** the existing articles of association shall be renumbered accordingly.



Date of circulation 15.12. 2020



Date of signature 15.12. 2020

For and on behalf of AquaVenture Water Corporation

- (a) If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning a scan of the signed version by email to [arpita.dey@vistra.com](mailto:arpita.dey@vistra.com) and [zsofia.cassidy@whitecase.com](mailto:zsofia.cassidy@whitecase.com) with the subject 'Written Resolution'.
- (b) You may not return the Resolution to the Company by any other method.
- (c) 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.
- (d) Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- (e) Unless by twenty-one (21) days after the date of circulation of the Resolution sufficient agreement is 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.

[Signature page to the Written Resolution of the Sole Shareholder of AquaVenture (BVI) Holdings Limited]