

The Companies Act 2006

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Private Company Limited by Shares

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Written Resolution

of

Cube Cold Europe UK Bidco Limited (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company have proposed that resolution 1 below be passed as an ordinary resolution by the members of the Company and resolution 2 below be passed as a special resolution by the members of the Company (the "Resolutions").

The undersigned, being all eligible members of the Company and entitled as at the circulation date specified below to attend and vote at general meetings of the Company, RESOLVE that the following Resolutions be passed as written resolutions.

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are generally and unconditionally authorised to allot shares in the Company, or to grant rights to subscribe for or to convert any security into such shares in the Company, up to an aggregate nominal amount of (i) EUR 100 B ordinary shares of EUR 0.01 each, and (ii) EUR 0.01 C ordinary shares of EUR 0.01 each provided, that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is five (5) years from the date of these Resolutions, 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 share or grant rights in pursuance of such offer or agreement notwithstanding that the authority conferred by these Resolutions has expired. This authority revokes and replaces all unexercised authorised previously granted to the directors of the Company, but without prejudice to any allotment of shares or grants of rights already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTION

2. "THAT the articles of association attached to this resolution as Schedule 1 be and hereby are approved and adopted as the new articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association."

Date of circulation 22 December 2022

(Signature page follows)

Signed by MAXIME JACQZ  
For and on behalf of  
CUBE COLD EUROPE HOLDCO LIMITED

Signature:  .....

Name: Maxime Jacqz

Date: 22 December 2022