Company number: 01190596

## **CEVA SUPPLY CHAIN SOLUTIONS LIMITED**

(the "Company")



A18 15/01/2020 COMPANIES HOUSE

#59

## WRITTEN RESOLUTIONS OF THE BOARD OF DIRECTORS PASSED IN ACCORDANCE WITH THE ARTICLES OF ASSOCIATION OF THE COMPANY

**Pursuant to** the articles of association of the Company, we, the undersigned, being all of the directors of the Company who would have been counted as participating for quorum and voting purposes in the decision had the following resolution been proposed as resolution at a directors' meeting, **hereby agree and confirm** that the resolution shall be adopted and shall be treated as if it had been a decision taken at a directors' meeting.

## 1. Documents Considered

A draft of the Sale and Purchase Agreement ("Transaction Document") between CMA CGM Inland Services and the Company ("Transaction") has been previously circulated to the directors for their consideration.

## 2. The Transactions

WHEREAS CMA CGM offered an affiliate company called CMA CGM Cold Chain Logistics London Gateway 4CL Limited ("4CL") for sale to the Company.

**WHEREAS** 4CL has a chilled warehouse and associated logistics operation at the London Gateway Development.

WHEREAS the Board has determined it advisable and in the best interests of the Company and necessary or convenient to the conduct, promotion or attainment of the business of the Company to acquire the shares in 4CL.

We the undersigned resolve that:

**RESOLVED** that all actions therefore taken by the directors in connection with the preparation of the Transaction Document are hereby adopted, ratified and approved;

**RESOLVED** that the Transaction and the transactions contemplated by and in connection with the Transaction, the Transaction Document be and are hereby approved as being in the best interests of the Company and its stakeholders, and the form, terms and provisions of the documents effectuating the Transaction be and are hereby approved with such changes and additions as the director executing it may deem necessary or appropriate

**RESOLVED** that any director of the company be, and is hereby, authorised and empowered to execute and deliver the Transaction Document and/or other documents giving effect to the Transactions, in such form as the director executing them may deem necessary or appropriate.

Signed by: ..... Signed by: .....

Name: Edward Aston Name: James Gill

Title: Director Title: Director

Date: 11th 00000 2019 Date: 11th 00000 2019