

GS FUNDING EUROPE

registered in England and Wales under company number 05308312 and having its registered office at Plumtree Court, 25 Shoe Lane, London, United Kingdom, EC4A 4AU
(the “Company”)

WRITTEN RESOLUTION

Pursuant to Chapter 2 of Part 13 Companies Act 2006, the directors of the Company propose that the following resolution be passed as a special resolution in accordance with section 283 of the Companies Act 2006:

SPECIAL RESOLUTION

THAT, in accordance with article 7 of the articles of association of the Company, the share premium account of the Company as at 15 December 2021 be reduced by US\$4,600,000,000.00, with the amount resulting from such reduction being credited to a distributable reserve of the Company.

By order of the Board:



Piers Currie

Director/Secretary
of **GS Funding Europe**

15 December 2021

Date

INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) COMPANIES ACT 2006

1. Eligible members are members who would have been entitled to vote on the resolution on the circulation date of the written resolution.
2. The procedure for signifying agreement by an eligible member to the written resolution is as follows:
 - (A) a member signifies his agreement to a proposed written resolution when the Company receives from him (or someone acting on his behalf) an authenticated document which both identifies the resolution to which it relates and indicates his agreement to the resolution.
 - (B) the document may be sent to the Company in hard copy form or in electronic form.
 - (C) a member's agreement to a written resolution, once signified, may not be revoked.
 - (D) a written resolution is passed when the required majority of eligible members have signified their agreement to it.
3. The period for agreeing to the written resolution is the period of 28 days beginning with the circulation date (see section 297 Companies Act 2006).

AGREEMENT BY SOLE SHAREHOLDER TO WRITTEN RESOLUTION

We being the sole eligible member of the Company who (at the date of circulation of the written resolution) would be entitled to vote on it:

1. confirm that we have received a copy of the above written resolution in accordance with section 291 Companies Act 2006; and
2. hereby resolve and agree that the above resolution be passed as a written resolution pursuant to section 288 Companies Act 2006 and that the above resolution shall take effect as a special resolution.



Signature:

..... Piers Curle

for and on behalf of **GS FUNDING EUROPE VI LTD**

Name:

PIERS CURLE

Date:

15 December 2021