

Damian Hart

IPC Information Systems UK Holdings Limited
~~IPC Information Systems UK Limited~~ (company number 05887371)
(the "Company")

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

Circulation date: 29 December 2021

1 Preamble

- 1.1 The undersigned, being the sole member of the Company entitled to receive notice of and to attend and vote at a general meeting of the Company, hereby **RESOLVES** and agrees that the resolutions below (the "**Resolutions**") are passed as special resolutions of the Company, pursuant to and in accordance with Chapter 2 of Part 13 of the Companies Act 2006 and the Resolutions shall be for all purposes valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

2 Special Resolutions

- 2.1 **THAT** the Articles of Association of the Company be amended by inserting new article 12.8 as follows and set out in full in the Schedule to these written resolutions:

*"12.8 Notwithstanding anything contained in these articles, neither the directors nor the Company may exercise the Company's Lien over shares that have been mortgaged, charged or pledged by way of security to any person (whether as a lender, agent or trustee for a group of banks or institutions or otherwise) (a "**Secured Institution**"), or to any nominee of such Secured Institution, pursuant to any such security."*

