

**Company Number: 09127609**

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**  
**OF**  
**PEPCO GROUP LIMITED**  
**(the "Company")**

**Circulation Date: 23 April 2021**

Pursuant to section 288 of the Companies Act 2006 (the "Act"), we, the undersigned, being the eligible members of the Company who (at the date of circulation of this resolution) would be entitled to vote on this resolution, signify agreement to and pass the following special resolution of the Company (the "Special Resolution"):

**Special Resolution**

1. That the Articles of Association of the Company be amended by:
2. Removing the existing articles 11.10(a)(i)(B) and replacing it with the following:  
  
"B:  
  
is to any bank, institution or other person to which such shares have been charged by way of security, or to any nominee of such bank, institution or other person (or a person acting as agent or security trustee for such person); or"
3. And adding a new article 33.8 as follows:
4. "33.8 notwithstanding anything else in these Articles:
  - (a) the Company shall have no lien on any shares which have been charged by way of security to the Secured Institution (as defined in Article 11.10); and"
  - (b) "any provisions in these Articles constituting pre-emption or similar rights or imposing any restriction on the transfer of, or requiring the consent of any person for the transfer of, any share in the Company shall not apply in relation to any transfer of a share in the Company in any of the circumstances referred to in paragraphs 11.10 above".

**Please read the notes attached to this document before signifying your agreement to the Special Resolution.**

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SATURDAY

  
\*AA43LYKH\*  
A04 08/05/2021 #329  
COMPANIES HOUSE

Signed by:  
(print name of  
signatory)

SANDIP MAHAJAN

Signature:



Name:

FLOW NEWCO LIMITED

Date:

23/4/2021

Signed by:  
(print name of signatory)

.....

Signature:

.....

For and on behalf of OCORIAN LIMITED

Date:

.....

Signed by:  
(print name of  
signatory)

.....

Signature:

.....

Name:

**FLOW NEWCO LIMITED**

Date:

.....

Signed by:  
(print name of signatory)

Paul Jeanne

Craig Cameron

.....

Signature:

DocuSigned by: [Signature] DocuSigned by: [Signature]  
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**For and on behalf of OCORIAN LIMITED**

Date:

23 April 2021  
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## EXPLANATORY NOTES

(These explanatory notes do not form part of any proposed written resolution.)

1. This document is proposed by the board of directors of the Company.
2. Eligible members are the members who are entitled to vote on the Special Resolution on the Circulation Date.
3. You can choose to agree to all the Special Resolution or none of them but you cannot agree to only some of the Special Resolution. If you agree with all the Special Resolution, please indicate your agreement by signing and dating this document where indicated on the previous page and returning it to the Company before the end of the period of 28 days beginning with the Circulation Date (the "Lapse Period") either by hand or by post to the registered office of the Company.
4. If you do not agree with all the Special Resolution, you do not need to do anything. Failure to respond will not be treated as agreement to the Special Resolution.
5. Once you have indicated your agreement to the Special Resolution, you may not revoke your agreement.
6. The Special Resolution are passed when the required majority of eligible members have signified their agreement to them. However, none of the Special Resolution are passed unless all of them are passed.
7. If the Special Resolution are not passed before the end of the Lapse Period they will lapse. If the Company receives your signed document after the end of the Lapse Period your agreement to the Special Resolution will be ineffective.
8. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.