

COMPANY LIMITED BY SHARES

RECORD OF A DECISION OF ABM US INTERNATIONAL HOLDCO 2, LLC (ACTING AS
THE GENERAL PARTNER OF ABM UK INVESTMENTS 2 LP) AS THE SOLE MEMBER

of

ABM INTERNATIONAL (HOLDINGS) LIMITED

("Company")

Pursuant to section 357 of the Companies Act 2006, we, the undersigned, being the sole member of the Company for the time being entitled to receive notice of, attend and vote at a general meeting of the Company, hereby unconditionally and irrevocably record our decision, as sole member of the Company, as follows:

THAT the articles of association of the Company be amended by:

1. adding a new article 20.4 immediately after the existing article 20.3 as follows:


"Notwithstanding anything contained in these articles, a member or members holding a majority in nominal value of the issued shares may at any time appoint any person as a director, either as an additional director or to fill a vacancy. Any such appointment shall be effected by the decision of the member or members when recorded in writing and signed by the member or members making such decision or, in the case of a corporate member, signed on its behalf by a director, a duly appointed administrator or administrative receiver, a person authorised by resolution of the directors or other governing body or by any other person or persons duly authorised. Any such appointment shall take effect immediately upon the signing of such notice notwithstanding any subsequent delivery to the Company."

2. adding a new article 21.2 immediately after the existing article 21.1.5 as follows:

"Notwithstanding anything contained in these articles, a member or members holding a majority in nominal value of the issued shares may at any time remove from office any director however appointed. Any such removal shall be effected by the decision of the member or members when recorded in writing and signed by the member or members making such decision or, in the case of a corporate member, signed on its behalf by a director, a duly appointed administrator or administrative receiver, a person authorised by resolution of the directors or other governing body or by any other person or persons duly authorised. Any such removal shall take effect immediately upon the signing of such notice notwithstanding any subsequent delivery to the Company."

We hereby acknowledge and confirm that the said decision (and the amendment of the articles of association pursuant thereto) shall be as valid and effective as if passed as a special resolution at a general meeting of the Company duly convened and held.



Name of corporate member:	ABM US INTERNATIONAL HOLDCO 2, LLC (acting as the General Partner of ABM UK Investments 2 LP)	
Name and position of signatory:	D. ANTHONY SCAGLIONE <i>Block capitals please</i>	
Signed by authorised person on behalf of corporate member:		

Dated: ...1 May...2019

