Company Number: 10708559

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RECORD OF THE WRITTEN RESOLUTION

OF

ESG-UTILIGROUP INTERMEDIATE LIMITED (the "Company")

In accordance with the written resolution procedure in chapter 2 of part 13 of the Companies Act 2006, the following resolution was duly passed on 18 beautien 2017 as an ordinary resolution.

ORDINARY RESOLUTION

1. THAT the directors of the Company be authorised to allot a nominal amount of £8.2371, being 82,371 C shares of £0.0001 each in the capital of the Company.

Director

THURSDAY

SCT

21/12/2017 COMPANIES HOUSE

#295