Company number: NI670166

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

THE MEMBERS OF

RIVERRIDGE (MALLUSK) LIMITED (the "Company")

Circulation date: 17 July 2020

SPECIAL RESOLUTIONS

In accordance with the provisions of the Company's articles of association and Chapter 2 of Part 13 of the Companies Act 2006 that the following resolution be and is hereby passed as special resolutions of the Company (the "**Special Resolutions**")

THAT the Articles of Association of the Company be amended by:

1. the insertion of the following new Article 27(6):

   "Notwithstanding any other provision of the Articles, whether expressly or impliedly contradictory to the provisions of this Article (to the effect that any provision of this Article shall override any other provision of the Articles):

   (a) the Directors shall not decline to register any transfer of Shares in the Company, nor may they suspend registration thereof, where such transfer:

   (i) is to any bank, institution or other person (a "**Secured Institution**") in favour of which such Shares (the "**Charged Shares**") have been charged by way of security (the "**Security**"), or to any third party or person nominated by, or acting as agent or security trustee for, a Secured Institution (a "**Nominee**"); or

   (ii) is delivered to the Company for registration by a Secured Institution or its Nominee in order to perfect the Security; or

   (iii) is executed by a Secured Institution or its Nominee pursuant to a power of sale or other power existing under the Security;

   (b) (i) no transferor of any Charged Shares or proposed transferor of any Charged Shares to a Secured Institution or its Nominee; and

   (ii) no Secured Institution or its Nominee,

   shall (in either such case) be required to offer any Charged Shares to the members for the time being of the Company or any of them and no such member shall have any right under the Articles or otherwise howsoever to require any Charged Shares to be transferred to it whether for valuable consideration or otherwise.".

FRIDAY
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JNI 31/07/2020 #64
COMPANIES HOUSE

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Special Resolutions.

The person named below, being the sole person eligible to vote on the Special Resolutions on the circulation date, irrevocably agrees to the Special Resolutions.

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Director, for and on behalf of
RIVER RIDGE RECYCLING (PORTADOWN) LTD

Name of Director: BRETT ROSS

Date: 17th JULY 2020

NOTE:

1. If you agree with the Special Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

   By hand: delivering the signed copy to the Company's registered address.

   Post: returning the signed copy by post to the Company's registered address.

   If you do not agree to the Special Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Special Resolutions, you may not revoke your agreement.

3. The Special Resolutions will lapse if the required majority of eligible members have not signified their agreement to it by the end of the period of 28 days beginning with the circulation date set out above. If you agree to the Resolutions, please ensure that your agreement reaches us before that date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. 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 other authority when returning this document.