

COMPANY NO. 10982736

**ORDINARY RESOLUTIONS**

**OF**

**CONTOURGLOBAL PLC  
(the "Company")**

Passed 5 April 2019

**At the General Meeting of ContourGlobal plc duly convened and held at 116 Pall Mall, London SW1Y 5ED on 5 April 2019 at 11:00 a.m., the following resolutions were duly passed. Capitalised terms not defined below are references to those terms as defined in the circular to shareholders dated 21 March 2019 (the "Circular").**

**ORDINARY RESOLUTIONS**

1. THAT, subject to and conditional upon the passing of Resolution 2 below, the proposed acquisition by the Company (or any nominated subsidiary of the Company) of at least 99.5% of the issued share capital of Cogeneración de Altamira, S.A. de C.V. (the "**Acquisition**"), substantially on the terms and subject to the conditions of the share purchase agreement dated 6 January 2019 by and between ContourGlobal plc, ContourGlobal Terra 3 S.à.r.l. and Alpek, S.A.B. de C.V. (the "**Share Purchase Agreement**"), as described in the circular published by the Company on 21 March 2019 (the "**Circular**"), and all other agreements and ancillary documents contemplated by the Share Purchase Agreement, be and are hereby approved and the directors of the Company (the "**Directors**") (or any duly authorised committee thereof) be and are hereby authorised:
  - (a) to do or procure to be done all such acts and things on behalf of the Company and any of its subsidiaries as the Directors (or any duly authorised committee thereof) consider necessary, desirable or expedient to implement, or otherwise in connection with, the Acquisition; and
  - (b) to agree such modifications, variations, revisions, waivers, extensions, additions or amendments to any of the terms and conditions of the Acquisition and/or to any documents relating to it, as the Directors (or any duly authorised committee thereof) may, in their absolute discretion think fit, provided that such modifications, variations, revisions, waivers, extensions, additions or amendments are not of a material nature.
2. **THAT**, subject to and conditional upon the passing of Resolution 1 above, the Additional Commitment Fee Arrangements (as defined in the Circular) be and are hereby approved on the terms set out in the Share Purchase Agreement.

Kerry Watson

Company Secretary

5 April 2019