## Resolution of sole member

APNIC PTY LTD ACN 081 528 010 (Company)

I, Paul Byron Wilson, being the sole member of the Company, am in favour of the resolutions set out below.

## Resolution 1 – Amendments to the Articles of Association of the Company

That that the Articles of Association of the Company be amended by deleting the present Articles 8.1 through 8.8 and replacing them with the following new Articles 8.1 through 8.7:

## 8. Directors

- 8.1 The directors will be elected by the members or by directors for such terms as the members or the directors determine. Where a director also serves as an elected Council member of a Special Committee pursuant to Article 9.5, that director's term will expire at the same time as the expiry or end of their term on such Council of a Special Committee.
- 8.2 The minimum number of directors shall be one and the maximum number shall be eight.
- 8.3 A director may be removed from office, with or without cause, by a resolution of members.
- 8.4 A director may resign his office by giving written notice of his resignation to the Company and the resignation shall have effect from the date the notice is received by the Company or from such later date as may be specified in the notice.
- 8.6 A vacancy in the Board of Directors may be filled by a resolution of members or by a resolution of the majority of the remaining directors.
- 8.7 The Company must not pay a director any remuneration for their services as a director.

That that the Articles of Association of the Company be amended by deleting the present Article 9.9 and replacing it with the following new Article 9.9:

9.9 The directors may only amend, annul, approve or ratify the by-laws of a SpecialCommittee with the affirmative vote of not less than 75% of those directors eligible to vote.

## **Resolution 2 – Appointment of new Directors of the Company**

Resolved that the following individuals:

- (a) Kenny Huang;
- (b) Vincent Atienza;
- (c) Yoshinobu Matsuzaki;
- (d) Anlei Hu;
- (e) Roopinder Singh Perhar;
- (f) Sumon Ahmed Sabir; and

(g) Kam Sze Yeung,

being members of the Executive Committee of the APNIC Special Committee, be appointed as directors of the Company, subject to each:

- (h) providing to the Company a signed consent to act as a director of the Company; and
- (i) having received and provided to the Company their Director Identification Number.

DocuSigned by: 27125F8D7EE485.

Paul Byron Wilson

12/7/2023 Date: \_\_\_\_

I, Kenny Huang, as Chair of the APNIC Executive Council confirm that this resolution of sole member is consistent with a direction given to Paul Wilson by the APNIC Executive Council pursuant to a resolution of the APNIC Executive Council passed on 16 May 2023 and the APNIC Executive Council's rights under the terms of the deed of trust under which Paul Wilson holds the sole share in APNIC Pty Ltd on trust for the APNIC Executive Council.

DocuSigned by: KennyHuang AF7E2FD1B8142

Kenny Huang

12/7/2023 Date: \_\_\_