

DAWSON HOLDINGS LIMITED (THE "COMPANY")
REG NO: 34273

Minutes of the Board Meeting

held at Rowan House, Cherry Orchard North, Kembrey Park, Swindon SN2 8UH

on 03 November 2022 at 11.50am

Chairman: Jonathan Bunting

Director: Paul Baker

AUDIT EXEMPTION

IT WAS NOTED that the Company met the Audit Exemption criteria set out in section 479A of the Companies Act 2006. The Directors proposed to submit a draft Notice of Agreement to Audit Exemption to the Company's Shareholders, Smiths News Holdings Limited, under s.479A of the Companies Act 2006 and also considered Form AA06 signed on behalf of Smiths News plc ("**Parent**") (annexed) under which the Parent provides a statement of guarantee of all outstanding liabilities of the Company for the 52 week period ended 27 August 2022 in accordance with section 479C of the Companies Act 2006.

The meeting was adjourned while the Shareholder considered the Notice of Agreement to Audit Exemption.

On reconvening the meeting and being in receipt of the Notice of Agreement to Audit Exemption duly approved and signed by the Shareholder, IT WAS RESOLVED that adopting the proposed Audit Exemption was in the best interests of the Company.

IT WAS FURTHER RESOLVED that the form AA06 be approved and signed by any one director of the Company. The Secretary was instructed to arrange all necessary execution and filings of documents at Companies House including form AA06, Notice of Agreement to Audit Exemption and a copy of the Parent consolidated accounts, and to update the statutory records accordingly.

STATUTORY ACCOUNTS

The Company Accounts for the 52 week period ended 27 August 2022 were approved.

IT WAS RESOLVED that Paul Baker be and is hereby instructed to sign the Balance Sheet.

There being no further business the Chairman declared the meeting closed.



NOTICE OF AGREEMENT TO AUDIT EXEMPTION

We, the undersigned, being the sole registered shareholders of Dawson Holdings Limited (the Company), registered at Companies House under company number 34273, hereby give notice that we consent to the Company claiming exemption to audit under Section 479A of the Companies Act 2006 in respect of its financial statements for the 52 week period ended 27 August 2022.

For and on behalf of Smiths News Holdings Limited

A handwritten signature in black ink, appearing to be 'S. News', written over a horizontal line.

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Director/Secretary

Dated: 3 November 2022