

Company Number: 00793577

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTIONS
OF
PENTLAND GROUP LIMITED
(the "Company")**

Circulated on 29 September 2021 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act") and the articles of association of the Company (the "Articles"), the directors of the Company propose that the following resolution be passed as a special resolution of the Company (the "Resolution"):

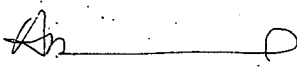
SPECIAL RESOLUTION

"**THAT**, on the date of this Resolution the 68,413,614 ordinary shares of £0.70 each be subdivided into 478,895,298 ordinary shares of £0.10 each.

AGREEMENT

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

We, the undersigned, being the members of the Company, hereby confirm that we have received a copy of the Resolutions in accordance with section 291 of the Act and hereby irrevocably agree that the Resolutions be passed as written resolutions pursuant to section 288 of the Act and shall take effect as special resolutions.



for and on behalf of
PENTLAND UK HOLDINGS
Dated: 29 September 2021

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless sufficient agreement has been received for the Resolution to be passed before the end of the period of 28 days beginning on the Circulation Date, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the end of this period.

TUESDAY



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02/11/2021

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COMPANIES HOUSE