

Company Number: 01045967

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

Sage (UK) Ltd

(the "**Company**")

Circulated on 23 August 2021 (the "**Circulation Date**")

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

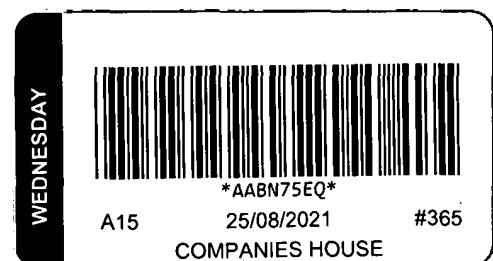
SPECIAL RESOLUTION

"THAT the articles of association attached to this Resolution are the articles of association of the Company in force since 17 September 2013 (the "**Articles**") and that a copy of the Articles are to be filed with the UK Registrar."

AGREEMENT

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

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



Shareholder resolution

DocuSigned by:

Jacqui Cartin
5B1119815726435...

for and on behalf of
Sage Holding Company Limited
(as holder of the ordinary shares in issue)
Date: 8/23/2021

DocuSigned by:

Nancy Harris
A5DCBA3F39754F2...

for and on behalf of
Sage Software Holdings Inc.
(as holder of the preference shares in issue)
Date: 8/23/2021

NOTES

1. Eligible members are the members of the Company who would have been entitled to vote on the Resolution on the Circulation Date.
2. 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.
3. 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.
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
5. Unless sufficient agreement has been received for the Resolution to pass 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 or during this date.