

THE COMPANIES ACT 2006

WRITTEN RESOLUTION OF THE SOLE MEMBER OF

PMGI LIMITED

REGISTERED NUMBER: 01073408
(the "Company")

CIRCULATION DATE: 13 FEBRUARY 2024

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), and the articles of association of the Company, the directors of the Company recommend that the following resolutions, such resolutions to have effect as ordinary or special resolutions as indicated (the "Resolutions"), be approved by those members of the Company with the right to attend and vote at general meetings of the Company in the form of a written resolution as detailed below.

The Resolutions are proposed to be passed to supersede resolutions passed by the shareholder of the Company on 1 June 2021, which contained an administrative error.

SPECIAL RESOLUTION

- 1 THAT the articles of association, as attached to the Resolutions passed by the shareholder of the Company on 1 June 2021, be approved and adopted with effect from and including 1 June 2021 as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association; and

ORDINARY RESOLUTION

- 2 THAT, the 159,067 A ordinary shares of £1.00 each and 31,570,000 B ordinary shares each in the capital of the Company be and are hereby immediately redesignated as 31,729,067 ordinary shares of £1.00 each, such shares having the rights and being subject to the restrictions as set out in the articles of association of the Company adopted pursuant to Resolution 1.

AGREEMENT

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

I, the undersigned, being the sole shareholder entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:



For and on behalf of
PM Holdings Limited

Date 13/02/2024

NOTES:

- 1) You can choose to agree to all of the Resolutions or none of the Resolutions. If you agree, please indicate your agreement by signing and dating this document where indicated above and returning it by hand to: Company Secretariat, 55 Gracechurch Street, London EC3V 0R, or by email to cosec@royallondongroup.co.uk
- 2) You may not return the Resolutions to the Company by any other method. By returning the document as set out above you irrevocably confirm that any director of the Company is authorised at his sole discretion to deliver the document to the Company on your behalf and shall (until the date of delivery of such document to the Company) continue to hold the document as your agent and not as agent for the Company.
- 3) If you do not agree to the Resolutions, 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 Resolutions you may not revoke your agreement.
- 5) The Resolutions will lapse on the date falling 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions please ensure that this document reaches us before the end of this period.