Company No: 01103432

# PRIVATE COMPANY LIMITED BY SHARES

# WRITTEN RESOLUTIONS

OF

# MICHAEL RUTHERFORD LIMITED

(THE 'COMPANY')

Circulation date: 3 October 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the 'Act'), the directors of the Company propose that the resolution below is passed as special resolutions of the Company (the 'Resolutions'):

# **SPECIAL RESOLUTIONS**

- 1. THAT, for the avoidance of doubt, the Company's previous memorandum of association and objects are removed.
- 2. THAT, the draft articles of association attached to this resolution be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

We, the undersigned, being members of the Company whose names are entered in the register of members of the Company at the date of circulation of the Resolutions, hereby signify our irrevocable agreement to the Resolutions in accordance with the acceptance procedure set out below.

Signed for and on behalf of MICHAEL JOHN CLOETE CRAWFORD RUTHERFORD by her attorney CONCORD SPECIAL PURPOSE ACQUISITION COMPANY, 2.0, LLC acting by its manager AXTON COPYRIGHTS LLC	) Signature ) Name (block capitals) ) Title	J. Robert Valentine
		J. ROBERT VALENTINE
		PRESIDENT
		3 October 2022
Signed for and on behalf of ANGELA MARY RUTHERFORD by her attorney CONCORD SPECIAL PURPOSE ACQUISITION COMPANY, 2.0, LLC acting by its manager AXTON COPYRIGHTS LLC	) Signature ) Name (block capitals) ) Title	Docusigned by:  J. Kobert Valentine  C2104FEF2F4B469  J. ROBERT VALENTINE  PRESIDENT
		3 October 2022

-DocuSigned by:

## **NOTES**

- If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - (a) By Post: returning the signed copy by post to the Company's registered office, for the attention of the company secretary.
  - (b) E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to HPaget-Brown@reedsmith.com or RBurghel@reedsmith.com.

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.

- Once you have indicated your agreement to the Resolutions you may not revoke your agreement.
- If after 28 days from the circulation date, insufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date.
- In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.