

Company Number: 02388853

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

DUNNHUMBY LIMITED

(the “**Company**”)

Circulated on 15 December 2022 (the “**Circulation Date**”)

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

SPECIAL RESOLUTION

1. **THAT**, the 66,667 A ordinary shares of £0.10 each in the capital of the Company held by Tesco Holdings Limited, be and hereby are re-designated as 66,667 deferred shares of £0.10 each in the capital of the Company, having the rights and being subject to the restrictions set out in the Company’s articles of association.

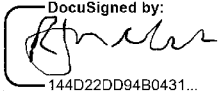
AGREEMENT

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

We, the undersigned, being the eligible member of the Company entitled to vote on the Resolution, 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 the Resolution shall take effect as a special resolution.

TESCO HOLDINGS LIMITED

acting by:

Signature: 
Name: Robert Welch

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 to 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 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 the Company before the end of this period.