

Company number: 03208019

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

VENDCROWN LIMITED
(the “Company”)

WRITTEN RESOLUTION OF THE SOLE MEMBER

Registered Office: Ermyn House, Ermyn Way, Leatherhead, England, KT22 8UX

CIRCULATION DATE: **9 November 2022** (the “**Circulation Date**”)

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution (“**Special Resolution**”).

SPECIAL RESOLUTION

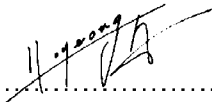
That the draft articles of association attached in the Appendix to this Resolution (the “**New Articles**”) be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association (the “**Existing Articles**”).

AGREEMENT TO THE RESOLUTION

Please read the notes below before signifying your agreement to the Special Resolution.

The undersigned, being the sole member of the Company and entitled to vote on the above resolution on the Circulation Date, hereby agrees to the above Special Resolution:

For and on behalf of **Mizzen Bidco Limited**

Signed


NameVictor Na.....

Date: 9 November 2022

NOTES:

1. If you agree to this Resolution, 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:

By email: to tiqbal@goodwinlaw.com

By hand: delivering the signed copy to a director of the Company.

Post: returning the signed copy by post to the Company's registered office.

2. If you do not agree to this Resolution, you do not need to do anything and you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to this Resolution, you may not revoke your agreement.
4. Unless sufficient agreement has been received for this Resolution to be passed within 28 days from the Circulation Date, it will lapse. If you agree to this Resolution, please ensure that your agreement reaches the Company before or during this date.
5. 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.