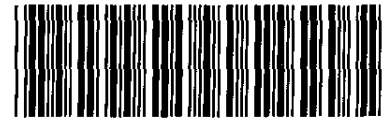


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COMPANIES HOUSE

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**

**OF**

**MERLIN COMMUNICATIONS**  
**GROUP LIMITED**  
(the "Company")

**9 December 2019**

**(the "Circulation Date")**

We, the undersigned, being the sole member of the Company (as defined in section 289 of the Companies Act 2006), irrevocably agree to the following special resolution of the Company, in accordance with Chapter 2 Part 13 of the Companies Act 2006.

**SPECIAL RESOLUTION**

That the share capital of the Company be reduced from £736,166.30 to £1 by cancelling and extinguishing 315,829 ordinary 'A' shares of £1 each, 296,001 'B' ordinary shares of £1 each, and 12,433,530 preference shares of £0.10 each.

That the share premium of the Company be reduced from £13,309 to nil.

We further consent to every variation or abrogation of the rights attaching to any class of shares of which we are a holder involved in or proposed to be affected by the passing of the resolution set out above.

Signed by:

Iain Stuart Urquhart  
Director, Babcock Support Services (Investments) Limited

9 December 2019