

**Spirit Group Retail Limited**  
**Registered number: 03794854**  
**("Company")**

The Companies Act 2006

**Written Resolution relating to a Variation of Class Rights**  
(Proposed by the Sole Director)

In accordance with Part 13, Chapter 2 of the Companies Act 2006, the board of directors propose that the resolution set out below be submitted to the eligible members of the Company as a written resolution and passed as a special resolution (the "**Resolution**").

**SPECIAL RESOLUTION – VARIATION OF CLASS RIGHTS**

- I. In accordance with section 630 of the Companies Act 2006 we, being the holders of not less than three-quarters in nominal value of the issued Additional Preference Shares of £1.00 each in the capital of the Company, hereby irrevocably consent to and sanction the passing of the resolutions set out in the attached written resolution and every variation, modification or abrogation of the rights, privileges and restrictions attaching to the Additional Preference Shares of £1.00 each as a class of shares that will or may be effected thereby.

RS.....  
On behalf of Spirit Retail Bidco Limited

23 October 2023  
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Date