

Company No. 05994585

**THE COMPANIES ACT 2006**

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**PRIVATE COMPANY LIMITED BY SHARES**

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**WRITTEN RESOLUTION**  
of  
**STEP MIDCO LIMITED (the "Company")**

Circulation Date: 13 December 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution set out below is passed as a special resolutions (the "**Special Resolution**").


**SPECIAL RESOLUTION**

THAT the issued share capital of the Company be reduced by cancelling and extinguishing all Ordinary shares other than one Ordinary Share of £1.00 in the Company, so that one Ordinary Share is left and the amount by which the share capital is so reduced be credited to a reserve.

**AGREEMENT**

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

The undersigned, the person entitled to vote on the Special Resolution on the Circulation Date, hereby irrevocably agrees to the Special Resolution.

  
Signed for and on behalf of  
**Step Topco Limited**  
Date: 13 December 2019

MONDAY



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COMPANIES HOUSE

## NOTES

- 1 If you agree with the Special Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.  
  
If you do not agree with the Special Resolution you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 2 Once you have indicated your agreement to the Special Resolution, you may not revoke your agreement.
- 3 Unless sufficient agreement has been received within 28 days of the Circulation Date for the Special Resolution to be passed, it will lapse. If you agree to the Special Resolution, please ensure that your agreement reaches us before or during this date.
- 4 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.
- 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.