

Company number: 06125615

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

BURTON'S HOLDINGS LIMITED (the "Company")

Date: 25 October **2023 (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 1 below be passed by the members of the Company as a special resolution (the "**Resolution**").

SPECIAL RESOLUTION

1 REDUCTION OF NUMBER OF SHARES

THAT the issued share capital of the Company be reduced from £186.06 to £1.00 by cancelling and extinguishing all but 999,899,998 of the issued A ordinary shares of £0.000000001 each in the Company (the "**A Shares**"), all but 1 of the B ordinary shares of £0.000000001 each in the Company (the "**B Shares**"), all but 1 of the issued C ordinary shares of £0.000000001 each in the Company (the "**C Shares**"), all of the D ordinary shares of £0.0001 each in the Company (the "**D Shares**") held by CTH Invest S.A and all but 1 of the D Shares held by Fox's Burton's Company (FBC) UK Limited, each of which is fully paid up, and the amount by which the share capital is so reduced be credited to a reserve.

CLASS CONSENT

In accordance with section 630 of the Act, if the holders of not less than three-quarters in nominal value of the issued A Shares, B Shares, C Shares and D Shares sign this Written Resolution, they shall be deemed to also irrevocably consent to and sanction the passing of the Resolutions contained in this Written Resolution and every variation, modification or abrogation of the rights, privileges and restrictions attaching to the A Shares, B Shares, C Shares and D Shares as classes of share which will or may be effected thereby.

AGREEMENT

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

The undersigned, being the members of the Company for the time being, hereby irrevocably agree to the Resolution.

DocuSigned by:
Guido Giannotta
.....095B3473D1E4409...
Guido Giannotta

DocuSigned by:
Leon Pacini
.....2D4681DC5B4E495...
Leon Pacini

duly authorised for and on behalf of
FOX'S BURTON'S COMPANY (FBC) UK LIMITED

Date 25 October 2023

25 October 2023

DocuSigned by:
Guido Giannotta
.....095B3473D1E4409...
Guido Giannotta

DocuSigned by:
Christian Cheruy
.....AD06823C8F924A5...
Christian Cheruy

duly authorised for and on behalf of
CTH Invest S.A

Date 25 October 2023

25 October 2023

NOTES

- 1 You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree with the Resolutions, 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:

- (a) **By Hand:** delivering the signed copy to Victoria Green of Squire Patton Boggs (UK) LLP, 6 Wellington Place, Leeds, LS1 4AP.
- (b) **Post:** returning the signed copy by post to Victoria Green of Squire Patton Boggs (UK) LLP, 6 Wellington Place, Leeds, LS1 4AP.
- (c) **Email:** by attaching a scanned copy of the signed document to an e-mail and sending it to Victoria Green at victoria.green@squirepb.com. Please enter "Written Resolution" in the e-mail subject box.

If you do not agree to the Resolutions, 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 Resolutions, you may not revoke your agreement.
- 3 Where, by the date being 28 days following the Circulation Date, insufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please indicate your agreement and notify us as soon as possible.
- 4 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 other authority when returning this document.