

BELL BIDCO LIMITED
(the "Company")
(Registered Number: 6309648)

The Companies Act 2006

Written Resolution of the Sole Member
(Proposed by the Directors)

Circulation Date: 21 December 2020

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 sole eligible member of the company as a written resolution and passed as an ordinary resolution

Ordinary Resolution

1. "That as for the financial period ended 31 March 2020 the company was entitled to exemption under section 479A of the Companies Act 2006 relating to subsidiary companies the sole shareholder agrees that an audit will not be required".

AGREEMENT

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

We, being the sole eligible member of the Company, hereby signify our irrevocable agreement to the Resolution in accordance with the acceptance procedure set out below

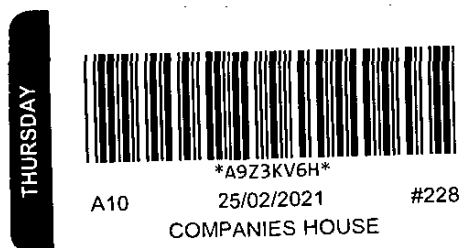
The Members

£1.00 Ordinary shareholders:

AJB

For and on behalf of Bell Intermediate Limited

Date of Signature: 21 December 2020



NOTES

1. If you agree with the Resolution, please indicate your agreement using one of the following methods:

By Hand: delivering the signed copy to Teresa Stoddart at 30 Leicester Square, London WC2H 7LA or email to teresa.stoddart@global.com.
2. You may not return the Resolution to the Company by any other method.
3. If you do not agree with the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
5. Unless, by 60 days from the circulation date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
6. The Resolution will be passed if agreement is received from 75% of all those members entitled to vote on the Resolution had the Resolution been proposed at a members' general meeting.