

Company Number: 09005884

The Companies Act 2006

---

PRIVATE COMPANY LIMITED BY SHARES

---

WRITTEN RESOLUTION

of the sole member of

ZPG LIMITED

(the "Company")

Circulation Date: 27 July 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution").

To be passed, the Ordinary Resolution must be passed by the sole member who will necessarily represent a simple majority of the total voting rights of eligible members.

RESOLUTION 1 (ORDINARY RESOLUTION)

1. THAT, in accordance with section 551 of the Act, the directors of the Company (the "Directors") be and are generally and unconditionally authorised to allot ordinary shares of £0.001 each in the capital of the Company up to an aggregate nominal amount of £12,721.269, having the rights and subject to the restrictions set out in the articles of association of the Company, provided that, in each case, this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2022. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

AGREEMENT

Please read the notes accompanying this document before signifying your agreement to the resolution.

The undersigned being the sole eligible member of the Company entitled to vote on the above resolution on the Circulation Date hereby irrevocably agrees to the resolution.



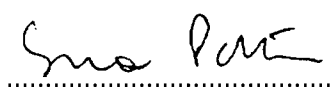
.....  
Director  
for and on behalf of  
Zephyr Bidco Limited

Date 27 July 2022

## NOTES

1. If you agree to the resolution, please indicate your agreement by signing and dating this document as indicated and returning it to the Company in hard copy or electronic form.
2. If you do not agree to the resolution you do not need to do anything; you will not be deemed to agree if you fail to reply.
3. Your agreement to the resolution, once indicated, may not be revoked. If sufficient agreement has not been received by the date 28 days from the Circulation Date (as stated above) for the resolution to pass then it will lapse.
6. A copy of these resolutions has been sent to the auditors.

The above resolution was passed as a written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on 27 July 2022, the signatory being duly authorised to sign the written resolution on behalf of the sole member of the Company.



.....

ZPG Limited

Director