

Company number 10525159

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**WRITTEN RESOLUTION**

**of**

**17CAPITAL NEWCO LIMITED (the “Company”)**

**A PRIVATE COMPANY LIMITED BY SHARES**

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**CIRCULATION DATE:** 15 July **2022**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as an ordinary resolution.


**ORDINARY RESOLUTION:**

THAT, pursuant to section 551 of the Companies Act 2006, the directors be and are hereby unconditionally authorised to allot up to a maximum of one A ordinary share of £0.0001 in the capital of the Company in accordance with the provisions of article 5.9 of the articles of association of the Company. This authority expires five years from the date on which this resolution is passed.

**AGREEMENT:**

We, being an eligible member of the Company (as defined in section 289 of the Companies Act 2006) in respect of this written resolution, agree that the Resolutions be so passed.

Signed by:

DocuSigned by:  
  
DA23CE5723C0482

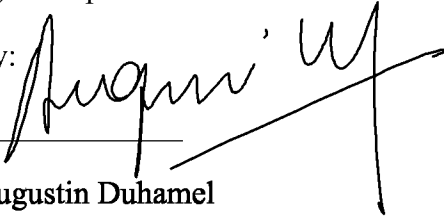
Name: Pierre-Antoine de Selancy

Date:

Title: Director

For and on behalf of **Vicuna Holdings Ltd**

We, being an eligible member of the Company (as defined in section 289 of the Companies Act 2006) in respect of this written resolution, agree that the Resolutions be so passed.

Signed by:   
\_\_\_\_\_

Name: Augustin Duhamel


Date:

Title: Director

For and on behalf of **Daucongar UK Ltd**

I, being an eligible member of the Company (as defined in section 289 of the Companies Act 2006) in respect of this written resolution, agree that the Resolutions be so passed.

Signed by:

A handwritten signature in black ink, appearing to read 'Robert de Corainville', written over a horizontal line.

Name: **Robert de Corainville**

Date:

07/12/22

We, being an eligible member of the Company (as defined in section 289 of the Companies Act 2006) in respect of this written resolution, agree that the Resolutions be so passed.

Signed by:

DocuSigned by:

Pierre-Antoine de Selancy

DA23CF5723C0482...

Name: Pierre-Antoine de Selancy

Date:

Title: Director

For and on behalf of **17Capital MIP GP Limited** in its capacity as general partner of  
**17Capital MIP LP**

**SIGNED** by )

Todd Molz and Richard Ting )

..... )

DocuSigned by:  
*Todd Molz*  
AF63831A784C440...

DocuSigned by:  
*Richard Ting*  
4C327B6C3B9E49C...

Authorised Signatories

For and on behalf of:

**OAKTREE INTERNATIONAL HOLDINGS, LLC**

**IMPORTANT:**

**To signify your agreement to the Resolution, you must:**

- **sign this document where indicated above;**
- **return the signed document to the Company using one of the following methods:**
  - **deliver it by hand or send it by post to Adam Diouri, Kirkland & Ellis International LLP, 30 St Mary Axe, London EC3A 8AF, United Kingdom; or**
  - **attach a scanned copy of the signed document to an email, enter “Written Resolution” in the subject line and send it to [adam.diouri@kirkland.com](mailto:adam.diouri@kirkland.com); and**
- **ensure that the signed document is received by the Company within the period of 28 days from and including the circulation date indicated above. If the Resolution is not passed by the end of this period, it will lapse.**

**Note: Once given, your agreement may not be revoked.**