

Company number: 10527022

THE COMPANIES ACTS 1985-2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
ME GROUP HOLDINGS LIMITED
Passed on 31 March 2020

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the following ordinary resolution and special resolution (as indicated) were duly passed by the company as written resolutions:

ORDINARY RESOLUTION

1. That:
- (a) the terms of the contract (a copy of which has been sent or submitted to each eligible member of the Company at or before the time at which this resolution was sent or submitted to that member for signature) for the purchase by the Company from the shareholder named in the said contract of, in aggregate, 500 B ordinary shares of £1 each in the capital of the Company at a purchase price of £180 per share and 500,000 C ordinary shares of £1 each in the capital of the Company at a purchase price of £1.10 (taking into account article 38 of the Company's articles of association), and the purchase of shares pursuant to that contract be and are hereby authorised and approved, provided that:
 - (i) any variation in the terms of that contract must be authorised by an ordinary resolution of the Company; and
 - (ii) this authority may be varied, revoked or renewed from time to time by ordinary resolution of the Company; and
 - (b) the directors be and are hereby authorised to execute the said contract on behalf of the Company.

SPECIAL RESOLUTION

2. That the shareholders waive any pre-emptive rights they or their nominees may have pursuant to article 31 of the Company's articles of association or to any other agreement relating to the shares in the capital of the Company.


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Director

PRESENTED BY:

Taylor Wessing LLP
5 New Street Square
London EC4A 3TW

UKMATTERS:56707491.1

