

Company number: 11030867

EUNETWORKS HOLDINGS 2 LIMITED
(the "Company")
PRIVATE COMPANY LIMITED BY SHARES

SHAREHOLDERS' WRITTEN RESOLUTIONS
CIRCULATED ON 16 December 2021
PURSUANT TO CHAPTER 2
OF PART 13 OF THE COMPANIES ACT 2006

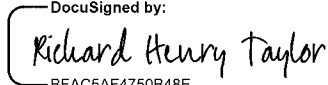
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed as special resolutions:

SPECIAL RESOLUTIONS

1. THAT the share capital of the Company be reduced by cancelling 5,771 fully paid ordinary shares of €978.4619 each in the capital of the Company held by euNetworks Holdings 3 Limited and repaying to euNetworks Holdings 3 Limited the sum of €978.4619 per such ordinary share.
2. THAT the amount standing to the credit of the share premium account of the Company be reduced by €43,406,796.3751 by repaying euNetworks Holdings 3 Limited the sum of €43,406,796.3751.

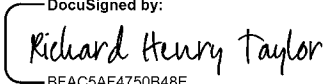
These resolutions are accompanied by a copy of the solvency statement signed by the directors on 16 December 2021. Please read the explanatory notes at the end of this document before signifying your agreement to the resolutions.

We, the undersigned, were at the time the resolution was circulated to the members entitled to vote on the resolutions and irrevocably agree to the resolutions.

Signed 
BFAC5AF4750B49E.....

Date 16 December 2021

By Richard Henry Taylor
for and on behalf of
euNetworks Holdings 3 Limited

Signed 
BFAC5AF4750B49E.....

Date 16 December 2021

By Richard Henry Taylor
for and on behalf of
euNetworks Holdings 4 Limited

EXPLANATORY NOTES FOR SHAREHOLDERS:

1. If you agree to the resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company by using one of the following methods:
 - BY HAND: by delivering the signed copy to Richard Taylor, euNetworks Holdings 2 Limited, 45 Moorfields, #613a, London, England, EC2Y 9AE.
 - BY E-MAIL: by attaching a scanned copy of the signed document to an e-mail and sending it to adam.legge@cms-cmno.com. Please enter "Project Spectrum – Step 2a Shareholder Resolutions" in the e-mail subject box.

If you do not agree to the above resolutions, you do not need to do anything.

2. Once you have signified your agreement to the resolutions, you may not revoke your agreement.
3. The resolutions will not be effective unless you agree to them within 15 days after the date of the solvency statement accompanying the resolutions. If you agree to the resolutions, please ensure that signification of your agreement reaches the Company within that time.
4. Sufficient agreement will have been reached to pass a special resolution if eligible members representing not less than 75% of the total voting rights of eligible members signify their agreement to it.

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EUNETWORKS HOLDINGS 2 LIMITED

("Company")

SOLVENCY STATEMENT

Solvency Statement under section 643 of the Companies Act 2006 made for the purposes of section 642 of that Act on 16 December 2021.

We, the directors named below, being all the directors of the Company at the date of this statement, having taken account of all of the Company's liabilities (including contingent and prospective liabilities), have each formed the opinion that:

1. as regards the Company's situation at the date of this statement, there is no ground on which the Company could then be found to be unable to pay (or otherwise discharge) its debts; and
2. the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement.

Signed by
Richard Henry Taylor

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DocuSigned by:
Richard Henry Taylor
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Date 16 December 2021

Signed by
Brady Reid Rafuse

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Brady Reid Rafuse
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Date 16 December 2021

Signed by
Andrew Robert Field

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Andrew Robert Field
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Date 16 December 2021

Signed by
Brian McMullen

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Brian McMullen
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Date 16 December 2021