

CIDRON (TBS) NEWBIDCO LIMITED

(Company No. 11251898)

(the “Company”)

WRITTEN RESOLUTION of the Company:

Circulation Date: **9.12.2022** (the “**Circulation Date**”)

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 a special resolution of the Company (the “**Resolution**”).

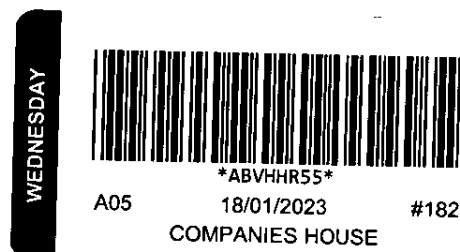
SPECIAL RESOLUTION

THAT, the following special resolution passed by us on 30 October 2020:

“THAT, the share premium account of the Company be reduced from £88,302,489 to £0 and the £88,302,489 amount by which the share capital is reduced shall be credited to a distributable reserve of the Company”,

shall be amended and restated in its entirety to read as follows so that the wording of the special resolution reflects the actual effect of the special resolution passed by us on 30 October 2020:

“THAT, the share premium account of the Company be reduced from £579,223,507 to £490,921,018 and the £88,302,489 amount by which the share capital is reduced shall be credited to a distributable reserve of the Company.”.



Please read the notes accompanying this document before you signify your agreement to the Resolution.

The undersigned being the sole eligible member entitled to vote on the Resolution on the Circulation Date hereby irrevocably agrees to the Resolution.

Signed:



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for and on behalf of

CIDRON (TBS) NEWMIDCO LIMITED

Date:

9th December 2022
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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 by hand or by post to the attention of the Directors of the Company at its registered address or as otherwise agreed between you and the Company. 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.
2. Your agreement to the Resolution, once indicated, may not be revoked.
3. If sufficient agreement has not been received by the date falling 28 days after the Circulation Date for the Resolution to pass then the Resolution will lapse.
4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.