

RITZ MEZZANINE BORROWER LIMITED

(Company number 11460335)

(the “Company”)

Written resolution of the Company pursuant to s.281 and Part 13 Ch 2 Companies Act 2006

Circulation Date: 3 April 2023

In accordance with Part 13 Ch 2 of the Companies Act 2006 (the “Act”), the directors of the Company propose the following written resolution, which is proposed as a special resolution (the “Resolution”).

SPECIAL RESOLUTION

That:

- 1 the Company’s share capital be reduced by cancelling and extinguishing 100 of the ordinary shares of £1 each in the Company’s capital;
- 2 the Company’s share premium account be reduced from £49,918,459.12 to £nil and be cancelled; and
- 3 the amount so reduced be credited to a reserve and treated as realised profits.

Agreement to written resolution

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being the sole person entitled on the date set out above to vote on the Resolution, irrevocably agrees to the Resolution.

Signed by Sal Gowili
(director)
for and on behalf of

PICNIC HOLDINGS LIMITED

3 April
Date: 2023

DocuSigned by:
Sal Gowili
Signature.....787E1EAF6A2D24DB.....

NOTES

Procedures for signifying agreement

- 1 If you agree to the Resolution, please signify your agreement by signing and dating this document where indicated above and returning it to 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 do not reply.

Period for agreeing to the Resolution

- 2 Unless, by the end of the period of 28 days beginning with the Circulation Date stated at the head of this document, sufficient agreement has been received for the written resolution to pass, it will lapse. If you agree to the written resolution, please ensure that your agreement reaches us during that period. Your agreement will be ineffective if received after that date.