# PRIVATE COMPANY LIMITED BY SHARES

## WRITTEN RESOLUTION

**OF** 

## **SSCP SPRING MIDCO 1B LIMITED**

(Registered No. 11942288)

(the "Company")

17 November 2023 (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 (the "**Resolution**") is passed as a special resolution by way of written resolution of the Company.

# "SPECIAL RESOLUTION

**THAT**, the directors of the Company having on 17 November 2023 made a solvency statement in accordance with section 643 of the Companies Act 2006, the share premium account of the Company be cancelled and the amount of the share premium account so cancelled be credited to a distributable reserve of the Company."

## **AGREEMENT**

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

We, the undersigned, being the sole person entitled, as at the Circulation Date, to vote on the Resolution hereby irrevocably agree to the Resolution and (to the extent required) hereby irrevocably consent to the passing of Resolution for the purposes of section 630 of the Act.

Jean-Luc Janet

, director

for and on behalf of

**SSCP Spring Midco 1A Limited** 

Date: 17 November 2023

# **NOTES**

- 1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
- 2. 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.
- 3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4. Unless, by the date which falls 15 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please therefore ensure that your agreement reaches the Company before or on this date.
- 5. 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.
- 6. The enclosed solvency statement is provided in accordance with section 642(2) of the Companies Act 2006.