

No 12373936

THE COMPANIES ACT 2006

Company Limited by Shares

RESOLUTION

of

ALEGRE TOPCO UK LIMITED (the '**Company**')

Passed 24 July 2023

The following written resolution of the Company was duly passed on 24 July 2023 in accordance with section 281(1)(a) of the Companies Act 2006 ('**CA 2006**') as an ordinary resolution (the '**Resolution**')

ORDINARY RESOLUTION

- 1 THAT the Company be and is authorised pursuant to section 694(2) of the Companies Act 2006 (the '**Act**') to repurchase (i) 109,546 C1 Ordinary Shares of €0.01 each, and (ii) 6,250 E1 Ordinary Shares of €0.01 each, from Maria Gonzalez Pajuelo ('**MGP**') for an aggregate consideration of €21,841,554.84, which shall be paid out of the distributable profits of the Company on the terms set out in the attached buyback agreement (the '**Buyback Agreement**') and the Company be authorised to enter into the Buyback Agreement.

DocuSigned by:

Karen M. Saxton

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for **Reed Smith Corporate Services Limited**

Secretary