

Company No. 12617107

**THE COMPANIES ACT 2006**

Written resolution of the sole shareholder of

**FARIA UK HOLDCO III LIMITED ("Company")**

(the "Company")

..... 26 July 2022 ..... (the "**Circulation Date**")

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "**Act**") the board of directors of the Company proposes that resolution 1 below is passed as a special resolution (the "**Resolution**");

**1. NEW ARTICLES OF ASSOCIATION**

THAT, the draft articles of association attached to this resolution be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

**AGREEMENT**

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

By order of the board of directors:

*Theodore King*

.....

Name: Theodore Walker Cheng De King

Title: Director

## NOTES

1. If you agree with the Resolution, please indicate 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 fail to reply.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by 28 days from the Circulation Date sufficient agreement has been received from the required majority of eligible members for the Resolution to be passed, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us on or before this date.
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.

## AGREEMENT

I/We, the undersigned, being a member of the Company entitled to vote on the Resolution on the Circulation Date:

- (i) confirm that I/we have received a copy of the above Resolution in accordance with section 291 of the Act; and
- (ii) hereby resolve and agree to resolution 1 above being passed as a special resolution.

Signed: Theodore King

Name: Theodore King

(Insert name of member)  
Name and Title: Theodore King Director

(Insert if the member is a corporate shareholder)

Date: Jul 26, 2022