

Company No. 13045257

**FILING COPY OF RESOLUTIONS PASSED IN WRITING**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**RESOLUTIONS**

**-of-**

**BIG BUS TOURS NEWCO 2 LIMITED**

In accordance with Part 13 Ch 2 Companies Act 2006, the following resolutions were passed as written resolutions on 26 August 2021.

**SPECIAL RESOLUTION**

- 1 That the articles of association attached to this written resolution be adopted as the Company's articles of association in substitution for, and to the exclusion of, its existing articles of association.

**ORDINARY RESOLUTION**

- 2 That, subject to the passing of resolution 1, the directors be generally and unconditionally authorised pursuant to s. 551 of the Act to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into: (i) ordinary shares of US\$0.01 each in the capital of the Company, up to an aggregate nominal amount of US\$1,000,000 and for a period expiring (unless previously revoked, varied or renewed) on the date which is five years from the date on which this resolution is passed; and (ii) MIP shares of US\$0.01 each in the capital of the Company, up to an aggregate nominal amount of US\$28.26 and for a period expiring (unless previously revoked, varied or renewed) on the date which is five years from the date on which this resolution is passed, ((i) and (ii) together, the "**Relevant Securities**"), but the directors may:
- (a) before the expiry of the relevant periods, make an offer or agreement that would or might require Relevant Securities to be allotted, or rights to subscribe for or convert securities into Relevant Securities to be granted, after this authority expires; and
  - (b) allot Relevant Securities, or grant rights to subscribe for or convert securities into Relevant Securities, in pursuance of such an offer or agreement as if this authority had not expired.

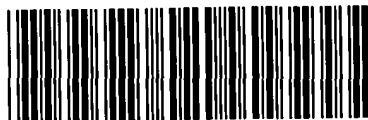
DocuSigned by:

*Sean Wilkins*

Director

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