

ZANDER TOPCO LIMITED

Company number 13049173 (the “**Company**”)

To: The Registrar of Companies
Companies House
Cardiff


Dear Sirs

SECTION 644(5) STATEMENT BY DIRECTORS

Reduction of the **Company**’s share capital by £6,721,982 in aggregate by way of reducing the nominal value of each issued ordinary share of £1.00 from £1.00 each to £0.00000016 each (the “**Reduction**”)

- 1 We refer to the Reduction.
- 2 The Reduction is being carried out pursuant to section 641 of the Companies Act 2006 (the “**Act**”).
- 3 Pursuant to section 644(5) of the Act, the directors of the Company hereby confirm:
 - 3.1 the solvency statement dated on the date hereof (the “**Solvency Statement**”) made by the directors of the Company was made not more than 15 days before the date on which the sole shareholder of the Company passed a special resolution approving the Reduction pursuant to section 642 of the Act (the “**Special Resolution**”);
 - 3.2 the Special Resolution was passed by way of a written resolution; and
 - 3.3 the Solvency Statement was sent or submitted to the eligible member at or before the time at which the Special Resolution was sent or submitted to the eligible member.

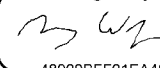
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Timothy Michael Robert Pettigrew

22 December 2023

Date

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Antony Robert William Wright

21 December 2023

Date