

Companies Act 2006

Notice of written special resolution

Company number: 13411589

Company name (the “Company”): Quanesco Bidco Limited

On 23rd January 2024, the attached written special resolution was agreed and passed by the Company’s sole member in order to amend the Articles of Association of the Company.

Signed:

DocuSigned by:

8EFA5D33850F405...

Victoria Wells, General Counsel

24 January 2024

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

QUANESCO BIDCO LIMITED

(Registered in England and Wales – No. 13411589)

(Circulated on 23 January 2024)

The directors of the Company propose that, in accordance with Chapter 2 of Part 13 of the Companies Act 2006, the following resolution be passed as a special resolution:

SPECIAL RESOLUTION

- 1 THAT with immediate effect new articles of association in the form annexed to this written resolution are approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association and that all and any variations of the rights attaching to each class of share in the capital of the Company being effected by virtue of the adoption of such new articles of association be approved.

If you agree to the above resolution, please signify your agreement. Unless sufficient agreement has been received for the resolution to pass by the date 28 days after the Circulation Date, it will lapse. You should read the notes at the end of this document before signifying your agreement to the above resolution.

We, the undersigned, being the sole member entitled to vote on the above resolution on the Circulation Date IRREVOCABLY AGREE to the above resolution:

Signature:
Name:
Duly authorised for and on behalf of
QUANESCO MIDCO LIMITED
23 January 2024
Date:

DocuSigned by:
Hildagarde McCarville
05D05684F41B402...

Notes:

- 1 If you agree to the resolution, please indicate your agreement by signing and dating this document where indicated and returning it to the Company by using one of the following methods:

By hand: by delivering the signed copy to Victoria Wells at The Green Easter Park, Benyon Road, Reading, Berkshire, RG7 2PQ

By post: by returning the signed copy by post to Victoria Wells at The Green Easter Park, Benyon Road, Reading, Berkshire, RG7 2PQ

By e-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to victoria.wells@anesco.co.uk. Please enter "Written resolution to adopt new articles of association" in the subject box of the e-mail.

By electronic signature platform: by returning the signed copy via DocuSign in accordance with the signing instructions set out in the email generated by that platform.
- 2 If you do not agree to the resolution, you do not need to 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 sufficient agreement has been received for the resolution to pass by the date falling 28 days after the Circulation Date, it will lapse. If you agree to the resolution, please ensure that your agreement reaches the Company on or before the date falling 28 days after the Circulation 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.

Company No. 13411589

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

QUANESCO BIDCO LIMITED

(Passed on 23 January 2024)

The following resolution was duly passed pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on 23 January 2024 by members of the Company representing the required majority of total voting rights of eligible members as a special resolution:

SPECIAL RESOLUTION

- 1 THAT with immediate effect new articles of association in the form annexed to this written resolution are approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association and that all and any variations of the rights attaching to each class of share in the capital of the Company being effected by virtue of the adoption of such new articles of association be approved.

DocuSigned by:

Hildagarde McLanville

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Director