

Company No. 03514088

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**

**Lansdowne Partners Limited (the "Company")**

**WRITTEN RESOLUTIONS OF THE COMPANY**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the undersigned, being the shareholders of the Company entitled to receive notice of, attend and vote at a general meeting, hereby pass the following resolutions as written resolutions ("Written Resolutions"), which shall for all purposes be valid and effective as if they had been passed at a general meeting duly convened and held.

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1. **Written Resolutions**

- 1.1 IT IS RESOLVED that the Written Resolutions set out below be passed as Ordinary and Special Resolutions of the Company, as applicable:

**Ordinary Resolution**

**THAT** subject to any required consent from the holder of all of the non-cumulative redeemable preference shares of £1.00 each in the capital of the Company currently in issue to a variation of class rights, such non-cumulative redeemable preference shares shall be redesignated as C ordinary shares and will have attached the rights as set out in the amended articles of association of the Company appended hereto.

**Special Resolution**

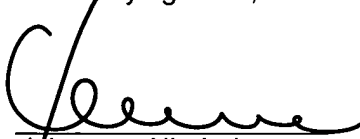
**THAT** the draft articles of association attached to this Written Resolution be and are hereby approved and adopted as the new articles of association of the Company in substitute for, and to the exclusion of, the existing articles of association of the Company.



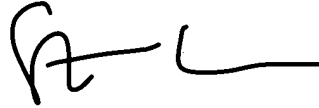
**Statutory Statement regarding signifying agreement and date by which the Written Resolutions must be passed**

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

The undersigned were at the time the Written Resolution was circulated entitled to vote on, and irrevocably agree to, the Written Resolutions.



*Johannes Niederhauser*  
Director



*Steven Heinz*  
Director

Duly authorised on behalf of  
**Lansdowne Partners International  
Limited**

**Dated: 31 December 2021**

\_\_\_\_\_  
*Peter Davies*

**Dated:** \_\_\_\_\_

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*Johannes Niederhauser*  
Director

\_\_\_\_\_  
*Steven Heinz*  
Director

Duly authorised on behalf of  
**Lansdowne Partners International Limited**

**Dated:** \_\_\_\_\_

\_\_\_\_\_  
*Peter Davies*

**Dated: 31 December 2021**

## Notes

1. You can choose to agree to all the Written Resolutions or to none of them, but you cannot agree to only some of the Written Resolutions. If you agree with the Written Resolutions, please signify your agreement by signing and dating this document where indicated and returning it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to Simmons & Simmons LLP, CityPoint, One Ropemaker Street, EC2Y 9SS (for the attention of: Patrick Boyd).
- **Post:** returning the signed copy by post to Simmons & Simmons LLP, CityPoint, One Ropemaker Street, EC2Y 9SS (for the attention of: Patrick Boyd).
- **Email:** by attaching a scanned copy of the signed document to an e-mail and sending it to Patrick.Boyd@simmons-simmons.com.

If you do not agree with the Written Resolutions, 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 Written Resolution, you may not revoke your agreement.
3. Pursuant to the Companies Act 2006, unless by the end of the period 28 days from the circulation date of this Written Resolution, sufficient agreement has been received for the Written Resolutions to be passed, they will lapse. If you agree to the Written Resolutions, please ensure that your agreement reaches us before or during this date. The agreement of a member to a written resolution proposed under the Companies Act 2006 is ineffective if signified after this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
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.

## **APPENDIX: AMENDED ARTICLES OF ASSOCIATION**