

Company number: 03589962

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Innspired Developments Limited (Company)

10 August

2022 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006), the directors of the Company propose that the following resolution is passed as a written resolution of the Company (Resolution) having effect as a Special Resolution.

REDUCTION OF NUMBER OF SHARES AND CANCELLATION OF SHARE PREMIUM

- THAT the issued share capital of the Company be reduced from £11,374,552.82 to £1.00 by:
 - cancelling and extinguishing 5,625,600 of the issued 'A' Ordinary shares of £0.01 each in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be credited to the Company's profit and loss reserve; and
 - cancelling and extinguishing 663,182 of the issued Ordinary shares of £0.01 each in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be credited to the Company's profit and loss reserve; and
 - cancelling and extinguishing 11,311,664 of the issued Redeemable Preference shares of £1.00 each in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be credited to the Company's profit and loss reserve; and
- THAT the Company's share premium account of £8,053,405 be cancelled and the amount of the share premium account so cancelled be credited to the Company's profit and loss reserve.

AGREEMENT

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

The undersigned, being the eligible members of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Signed by
Edward Bashforth for and on
behalf of
Innspired Holdings Limited

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DocuSigned by:

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10 August 2022

Date

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NOTES

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

By Hand: delivering the signed copy to a director of the Company.

By E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to francesca.appleby@punchpubs.com.

By DocuSign: by inserting your e-signature to a copy of this document provided to you by TLT LLP via DocuSign, and clicking "Finish".

Please note that return of this document will not be accepted by fax.

- 2 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.
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4 Unless, within 28 days beginning with 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 indicate your agreement and notify us as soon as possible.