

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

OF

W. & D. LIMITED

(the "Company")

Circulated on 5 September 2022 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**");

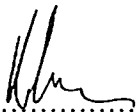
SPECIAL RESOLUTION

THAT pursuant to section 641(1)(a) of the Companies Act 2006, (i) the issued share capital of the Company be reduced from £50,000 to £1 by cancelling and extinguishing 49,999 of the Company's issued ordinary shares of £1.00 each registered in the name of Marston's Corporate Holdings Limited; and (ii) the sum of £49,999 be credited to the Company's distributable reserves.

AGREEMENT

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

The undersigned, being all the persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:


.....

for and on behalf of

Marston's Corporate Holdings Limited

Date: 5 September 2022

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
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 sufficient agreement has been received for the Resolution to be passed before the end of the period of 28 days beginning on the Circulation Date, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the end of this period.