

Company No. 06436883

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**AIMIA HOLDINGS UK LIMITED**

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**WRITTEN RESOLUTION OF AIMIA HOLDINGS UK LIMITED (THE "COMPANY")  
PURSUANT TO S.281 AND PART 13 CHAPTER 2 COMPANIES ACT 2006**

Circulation Date: November 25, 2021

In accordance with Part 13 Chapter 2 of the Companies Act 2006, the directors of the Company propose the following written resolution which is proposed as a special resolution.

**SPECIAL RESOLUTION**

That the Company's share premium account be reduced by £8,236,404 (equivalent to USD\$11,000,000.00 based on the daily average exchange rate as applicable on November 24, 2021 (the "Exchange Rate")) (the "Reduction Amount") and accordingly that: (i) the Company's share premium account be reduced by the Reduction Amount, such that £166,509,453.18 would remain standing to the credit of the Company's share premium account; and (ii) the Reduction Amount be paid in cash to the Company's direct sole parent company, Aimia Inc.

**Agreement to written resolution**

*Please read the notes at the end of this document before signifying your agreement to the written resolution.*

The undersigned, being the sole person entitled on the date set out above to vote on the written resolution, irrevocably agrees to the written resolution.

**Corporate member**

Signed by Steven Leonard  
Chief Financial Officer

Signature 

for and on behalf of

Aimia Inc.

Date: November 25, 2021



## NOTES

### *Procedures for signifying agreement*

- 1 If you agree to the resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company.

### *Period for agreeing to written resolution*

- 2 Unless, by the end of the period of 28 days beginning with the Circulation Date stated at the head of this document, sufficient agreement has been received for the written resolution to pass, it will lapse. However, if you agree to the resolution, please ensure that your agreement reaches us before or during that period. The requirements of the Companies Act 2006 are such that the resolution may be ineffective if the agreement of members representing not less than 75% of the total voting rights of eligible members is not received on or before that date.

Company No. 06436883

## RESOLUTIONS

-of-

**AIMIA HOLDINGS UK LIMITED**

(the "Company")

In accordance with Part 13 Ch 2 Companies Act 2006, the following resolution was passed as a written resolution on the 25<sup>th</sup> of November 2021.

### SPECIAL RESOLUTION

That the Company's share premium account be reduced by £8,236,404 (equivalent to USD\$11,000,000.00 based on the daily average exchange rate as applicable on November 24, 2021 (the "Exchange Rate")) (the "Reduction Amount") and accordingly that: (i) the Company's share premium account be reduced by the Reduction Amount, such that £166,509,453.18 would remain standing to the credit of the Company's share premium account; and (ii) the Reduction Amount be paid in cash to the Company's direct sole parent company, Aimia Inc.



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Director/Company Secretary