

Company number 08755484

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED SHARES**  
**WRITTEN RESOLUTION**  
**of**  
**LGT PRIVATE DEBT (UK) LTD.**  
**(the Company)**

**Circulation Date:** 29 September 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as written resolutions of the Company (the **Resolutions**):

**SPECIAL RESOLUTION – ARTICLES OF ASSOCIATION**

**THAT** the articles of association attached (the **New Articles**) be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

**ORDINARY RESOLUTION – APPOINTMENT OF DIRECTORS**

Subject to passing the special resolution, **THAT**:

1. Gavin Lau be appointed as an executive director of the Company; and
2. Juan Carlos Morales Cortes (a current executive director of the Company) be redesignated as a non-executive director of the Company (as defined in the New Articles).

The undersigned, being the sole person entitled to vote on the Resolutions, hereby irrevocably agrees to the Resolution:

DocuSigned by:

*John Kossow*

60B88740F5444D9...

John Kossow

DocuSigned by:

*Dominic Studer*

F53CEBE534724E2...

Dominic Studer

29-Sep-2023 | 14:41 CEST

.....  
For and on behalf of  
**LGT EC Holding Limited**

.....  
Date: 2023



**NOTES:**

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version, either by hand or by post to 1 St. James's Market, London, England, SW1Y 4AH. You may not return the Resolution by any other method. 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.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. If within 28 days following the Circulation Date, sufficient agreement has not been received in order to pass the Resolution, the Resolution will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company on or before this date.
4. 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.