

Company number 11508797

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

TDKP TOPCO LIMITED ("Company")

Circulation Date: **25 April 2024**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1 and 2 are passed as special resolutions ("Resolutions").

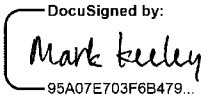
SPECIAL RESOLUTION

1. THAT the terms of an agreement proposed to be made between the Company and Fiona Armstrong for the purchase by the Company from Fiona Armstrong of 1,000 C ordinary shares of £0.01 each in the capital of the Company ("Shares") for a total consideration of £6,300 as set out in the contract attached ("Purchase Contract") be approved and the Company be authorised to enter into the Purchase Contract.
2. THAT, all pre-emptive rights pursuant to the articles of association of the Company over the Shares proposed to be acquired by the Company from Fiona Armstrong for a total consideration of £6,300 pursuant to the Purchase Contract are irrevocably waived.

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:

DocuSigned by:

95A07E703F6B479...
Name
For and on behalf of
ECI 11 Nominees Limited A/C ECI 11 LP
Date 29 April 2024

Name
Oliver Kelly
Date

Name
Mark Finlay
Date

Name
Mark Williams
Date

DocuSigned by:

43B5223258A64D5...
Name
Edward Reeves
Date 29 April 2024

DocuSigned by:

43B5223258A64D5...
Name
Jane Reeves
Date 29 April 2024

Name
Rachel Clacher
Date

Name
David Clacher
Date

Name
Joanna Swash
Date

NOTES

- 1 You can choose to agree to both of the Resolutions or neither of them but you cannot agree to only one of the resolutions. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company before the end of the period of 28 days beginning with the Circulation Date ("Lapse Period") using one of the following methods:
 - (a) By hand: delivering the signed copy to Mona Mojtavavi C/O Squire Patton Boggs (UK) LLP, 1 Hardman Square, No.1 Spinningfields, Manchester M3 3EB, United Kingdom.
 - (b) Post: returning the signed copy by post to Mona Mojtavavi C/O Squire Patton Boggs (UK) LLP, 1 Hardman Square, No.1 Spinningfields, Manchester M3 3EB, United Kingdom.
 - (c) E-mail: attaching a scanned copy of the signed document to an e-mail and sending it to mona.mojtabavi@squirepb.com. Please enter "Share Buyback 2024" in the e-mail subject box.
 - (d) Docusign: by signing where indicated.

If you do not agree to the 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 Resolutions, you may not revoke your agreement.
- 3 Unless, by the end of the Lapse Period, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us during this period.
- 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.