

Company Number: 00039045

PRIVATE COMPANY LIMITED BY SHARES
NOTIFICATION OF WRITTEN RESOLUTION OF THE MEMBERS
OF
SPARE IPG 32 LIMITED
(the Company)

Passed on 12 December 2022 (the **Date Passed**)

I, the undersigned, being a director of the Company, hereby certify that the following resolutions, were circulated to all eligible members of the Company and that the resolutions were received, signed by all eligible members and were duly passed, as special resolutions of the members of the Company, on the Date Passed.

RESOLUTION 1

That the Ordinary share capital of the Company be reduced from £8,016,848.50 to £1.00 by the cancellation of 32,607,390 Ordinary shares of £0.25 each and the amount by which the share capital is so reduced be credited to the profit and loss reserve.

RESOLUTION 2

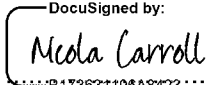
That the 7.25% Cumulative Preference share capital of the Company be reduced from £601,975 to nil by the cancellation of 601,975 7.25% Cumulative Preference shares of £1.00 each and the amount by which the share capital is so reduced be credited to the profit and loss reserve.

RESOLUTION 3

The share premium account of the Company be cancelled and the amount by which the share premium account is so reduced be credited to the profit and loss reserve.

RESOLUTION 4

That in accordance with paragraph 47(3)(b) of Part 3 of Schedule 4 to the Companies Act 2006 (Commencement No 5, Transitional Provisions and Savings) Order 2007, (SI 2007/3495) the directors of the Company are hereby given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006.

Signed: 
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Director

Name: Nicola Carroll

Dated: 12 December 2022