

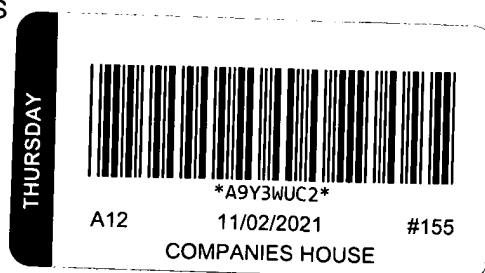
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

LINSICO LIMITED (Company)

Company number 01370096



Circulation Date: *29 January* 2021

Under Chapter 2 of Part 13 of the Companies Act 2006 (**CA 2006**), the directors of the Company propose that resolution 1 shall be passed as special resolutions (together the **Resolutions**).

This resolution shall also serve, as is necessary, as a class consent as required by section 630 of the CA 2006 or otherwise.

SPECIAL RESOLUTIONS

1. REDESIGNATION AND VARIATION

THAT, the 60 "B" Ordinary shares of £1.00 each currently in issue in the capital of the Company and the 60 of "C" Ordinary shares of £1.00 each currently in issue in the capital of the Company be and are hereby designated "A" Ordinary shares of £1.00 each with such rights attaching to such "A" Ordinary shares as set out in the articles of association.

2. AMENDMENT TO ARTICLES OF ASSOCIATION

THAT article 3 of the Company's articles of association be deleted and replaced in its entirety with the following wording:

"The Company's share capital is £10,000 divided into 9,900 "A" Ordinary Shares of £1.00 each and 100 "D" Ordinary Shares of £1.00 each, all ranking pari passu in all respects"

3. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the CA 2006, the Company's articles of association or otherwise, the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £100 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date being five years from the date on which this resolution is passed, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

4. DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of resolution 3 and in accordance with section 570 of the CA 2006, the Company's articles of association or otherwise, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 3, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:

- 4.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £100; and

- 4.2 expire on the date being five years from the date on which this resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

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:

Signed by CHRISTOPHER LEE

Date 29 January 2021



Signed by MATTHEW MCGREGOR

Date 29 January 2021



NOTES

1. If you agree with the Resolutions, 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 Richard Vernon of Shakespeare Martineau LLP, Waterfront House, Waterfront Plaza, 35 Station Street, Nottingham, NG2 3DQ or by email to richard.vernon@shma.co.uk.

You may not return the Resolutions to the Company by any other method.

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 28 days following the Circulation Date, 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 before or during this date.