

APPENDIX 2

Company number: 02606646

WRITTEN RESOLUTION OF THE SOLE MEMBER OF

HENDERSON EQUITY PARTNERS LIMITED

(the "Company")

REDUCTION OF CAPITAL

Circulation Date: 23 August 2023

Proposed by the Board of Directors of the Company in accordance with section 291 of the Companies Act 2006.

SPECIAL RESOLUTION

The undersigned, being the sole member of the Company for the time being, has noted the Solvency Statement made by the Company's Directors on 23 August 2023 and hereby RESOLVES THAT:

The issued share capital of the Company be reduced from £100,000 to £1 by cancelling and extinguishing 99,999 of the issued ordinary shares of £1.00 each held by Janus Henderson UK (Holdings) Limited in the Company and the amount by which the share capital is so reduced be credited to a reserve.

AGREEMENT BY ELIGIBLE MEMBER TO WRITTEN RESOLUTION

We, the undersigned, being the sole eligible member of the Company for the time being:

1. Hereby confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006; and
2. HEREBY RESOLVE THAT the above resolution is passed as a written resolution pursuant to section 288 of the Companies Act 2006 and that the resolution shall take effect as a special resolution.

For and on behalf of:

Janus Henderson UK (Holdings) Limited

.....
Signed: Roger Thompson

Date: August 23, 2023 | 04:23 MDT

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 in hard copy or electronic copy to the Company.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. The period for agreeing to the Resolution is the period of 28 days beginning with the circulation date.

SATURDAY



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02/09/2023

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COMPANIES HOUSE