

COMPANY NO. 02606646

Private Company Limited by Shares

WRITTEN MEMBERS' RESOLUTION

of

HENDERSON EQUITY PARTNERS LIMITED (the Company)

1 September 2022 (the Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company have proposed that resolution 1 is passed as a special resolution (the Resolution) and shall for all purposes be valid and effective as if it had been passed as a resolution at a general meeting of the Company duly convened and held:

Special Resolution

1. THAT the articles of association appended at Annex A to this Resolution shall be adopted as the new articles of association of the Company with immediate effect, in substitution for and to the exclusion of the existing articles of association of the Company.

AGREEMENT

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

We, the undersigned, being all of the members of the Company who would have been entitled to vote on the above resolution on 1 September 2022, hereby irrevocably agree to the Resolution.

For and on behalf of:

Janus Henderson UK (Holdings) Limited

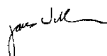


Name:

Date: 1 September 2022

For and on behalf of:

HPC Nominees Limited



Name:

Date: 1 September 2022

## NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless by 28 days from the Circulation Date, sufficient agreement is received for the Resolutions to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us by no later than 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.

## Annex A

### New Articles of Association of the Company