

Company Number: 03064815

THE COMPANIES ACT 2006
PUBLIC LIMITED COMPANY
WRITTEN RESOLUTION
of
MEDIAHUIS UK FINANCE PLC
(the "Company")

31st August 2022 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions numbered 1, 2 and 3 are duly passed as special resolutions, all by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006 (the "**Resolutions**").

SPECIAL RESOLUTIONS

1. **THAT** the Company, being a public liability company, be re-registered as a private company limited by shares in accordance with sections 97 to 101 of the Companies Act 2006 (the "**Re-Registration**").
2. **THAT**, subject to the passing of Resolution 1 above and conditional upon the Re-Registration becoming effective, the registered name of the Company be changed from Mediahuis UK Finance PLC to Mediahuis UK Finance Limited.
3. **THAT**, subject to the passing of Resolution 1 above and conditional upon the Re-Registration becoming effective, the draft new articles of association of the Company in the form attached to the Resolutions be adopted as the articles of association of the Company in substitution for the existing articles of association.



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 hereby irrevocably agrees to the Resolutions:

Signed: 

Date: 31/08/22

For and on behalf of
MEDIAHUIS UK GROUP LTD

Signed: _____

Date: _____

FRANK LEHANE

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 to the Company using one of the following methods:
 - By Hand: to the Company's registered office address;
 - By Post: to the Company's registered office address;
 - By email: to r.gray@mediahuis.co.uk.
2. 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.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, within 28 days of circulation of the Resolutions, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us-before or during this date.
5. 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.
6. 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.