

AA Intermediate Co Limited
Company Number: 5148845
(the “Company”)

Written Resolutions of the sole Member of the Company

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the “Act”), the Directors propose that the following resolutions are passed (the “Resolutions”). Resolution 1 is proposed as an ordinary resolution. Resolutions 2 and 3 are proposed as special resolutions.

ORDINARY RESOLUTION

- 1 That the Directors shall have the general and unconditional authority given by Section 550 of the Act to allot shares and to grant rights to subscribe for or convert any security into shares.

SPECIAL RESOLUTIONS

- 2 That the model articles, as set out in Schedule 1 to The Companies (Model Articles) Regulations 2008 (SI 2008/3229), be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.
- 3 That the Directors be empowered to allot equity securities (as defined in Section 560(1) of the Act) wholly for cash pursuant to the authority given by Resolution 1 above as if Section 561 (1) of the Act did not apply to any such allotment.

AGREEMENT

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

The undersigned, being a person entitled to vote on the Resolutions on 8 April 2021, hereby irrevocably agrees to all of the Resolutions:

Circulation date: 7 April 2021



Signed by AA MID CO LIMITED

.....

Date

.....8 April 2021.....

NOTES:

- 1** If you agree with the Resolutions please indicate your agreement by signing and dating this document where indicated above and returning it to the Company in one of the following ways

 - **By Hand:** delivering the signed copy to the Company Secretary.
 - **Post:** returning the signed copy by post to Fanum House, Basing View, Basingstoke, Hampshire, RG21 4EA.
 - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to .
- 2** If you have received the Resolution by e-mail you may also indicate your agreement by replying to the original e-mail containing the Resolution. For your agreement to be valid you must state your name and that you irrevocably agree to the Resolution.
- 3** 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.
- 4** Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 5** Unless, by midnight on 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 this time.