

Written Resolutions of SUSU Asset Management (Holdings) Limited (the "Company")

Circulation Date: 13 December 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, it is proposed that the following ordinary and special resolutions (together the "**Resolutions**") be passed:

Ordinary resolution

1. THAT the directors of the Company are generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company provided that:
 - (a) the maximum nominal amount of shares that may be allotted under this authorisation is £0.50; and
 - (b) this authorisation shall, unless previously revoked by the Company, expire on the date 3 months from the circulation date, save that the Company may, at any time before such expiry, make offers or enter into agreements which would or might require shares to be allotted after such expiry and the directors of the Company may allot shares in pursuance of any such offer or agreement as if this authorisation had not expired,

and this authorisation is in addition to all subsisting authorisations for the purposes of section 551 of the Companies Act 2006.

Special resolution

2. THAT, subject to Resolution 1 above being approved, the directors of the Company are empowered pursuant to section 570 of the Companies Act 2006 (the "**Act**") to allot equity securities (as defined in the Act) pursuant to the authorisation conferred by Resolution 1 above as if section 561 of the Act did not apply to the allotment, such power to cease to have effect on the expiry of that authorisation save that the Company may before the expiry of that authorisation make an offer or agreement which would or might require equity securities to be allotted after the expiry of that authorisation and the directors of the Company may allot equity securities in pursuance of any such offer or agreement as if the power conferred by this resolution had not expired.

Please read the Notes below before signifying your agreement to the Resolutions.

The undersigned, each being an "eligible member" (as defined in section 289 of the Companies Act 2006) and entitled to vote on the Resolutions on the circulation date specified above, irrevocably agrees to the Resolutions:

Full name of member: Lord Ashcroft KCMG PC

Signed: Lord Ashcroft KCMG PC

Date: 22 December 2022

Full name of member: Peter Alexander Frederick Harris

Signed: Peter Alexander Frederick Harris

Date: 22 December 2022