

BISHOP SKINNER ACQUISITIONS LIMITED

(Company number: 05570088)

(the "Company")

**WRITTEN RESOLUTION OF THE SOLE MEMBER OF THE COMPANY PURSUANT TO
SECTION 288 OF THE COMPANIES ACT 2006**

PASSED ON 16 September 2020

The following written resolution, having been duly proposed by the directors of the Company, was duly passed by the Company as a **SPECIAL RESOLUTION**.

THAT:

1.

- i. the issued share capital of the Company be reduced from £5,200 divided into 5,200 issued ordinary fully paid-up shares of £1.00 each to £52 divided into 5,200 issued ordinary fully paid-up shares of £0.01 each by reducing the nominal value of each issued ordinary fully paid-up share from £1.00 each to £0.01 each, and the amount by which the share capital is so reduced be credited to the retained earnings;
- ii. the share premium account of the Company be reduced by £143,059,985.00, and the amount by which the share premium account is so reduced be credited to the retained earnings,

such reduction of capital to take effect on the day on which the copy of this resolution (and the documents which must accompany it under section 644(1) of the Companies Act 2006) is registered by the Registrar of Companies at Companies House in accordance with section 644(3) of the Companies Act 2006.



Signed

Name: Diane Cougill

Director

A handwritten signature in black ink, appearing to read 'Diane Cougill', written over a dotted line.

For and on behalf of **BISHOP SKINNER ACQUISITIONS LIMITED**

Date 16 September 2020

[BSA Print of Shareholder Resolution]