

Company No. 06095563

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**SIMPLIFY DIGITAL LIMITED**  
**(the Company)**

**Circulation Date: 20 April 2022**

Pursuant to section 288 of the Companies Act 2006 (**CA 2006**), Currys Holdings Ltd, being the sole eligible member (as defined by section 289 CA 2006) of the Company for this purpose, signifies its agreement to and passes the following written resolution as a special resolution of the Company:

**SPECIAL RESOLUTION**

That, subject to compliance with sections 641 to 644 of the Companies Act 2006 and considering that the directors of the Company made a solvency statement on 3 May 2022, a copy of which is annexed hereto, the share premium of the Company be reduced to nil:

- a) by way of cancellation of the share premium account of the Company from £4,170,970 to nil.

*U. Janiese*

.....  
Director, for and on behalf of,  
**Currys Holdings Limited**



## EXPLANATORY STATEMENT

(This explanatory statement is not part of any proposed written resolution.)

- 1 This document is proposed by the board of directors of the Company.
- 2 This document is sent to the Company's sole eligible member on the Circulation Date. The sole member (being the only person entitled to vote on the resolution on the Circulation Date) is the only eligible member.
- 3 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 using one of the following methods:
  - (a) **by hand:** delivering the signed copy to 1 Portal Way, London W3 6RS;
  - (b) **by post:** returning the signed copy by post to 1 Portal Way, London W3 6RS; or
  - (c) **by email:** by attaching a scanned copy of the signed document to an email and sending it to [cosec@dixonscarphone.com](mailto:cosec@dixonscarphone.com) with the subject "Written resolution – Simplify Digital Limited (capital reduction)"
- 4 If you do not agree to the Resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply.
- 5 Please note that it is not possible for the sole eligible member to withdraw its consent once this document, signed on its behalf, has been duly received.
- 6 To be valid, this document must be received no later than the end of the period of 28 days beginning on the Circulation Date, otherwise it will lapse.