

TICKETUS HOLDINGS 5 LIMITED

Written Resolutions

of the sole member of the Company

Circulation Date: 27 February 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (the “**Resolutions**”).

Special Resolutions

1. **THAT**, the directors of the Company having on 27 February 2023 made a solvency statement in accordance with section 643 of the Companies Act 2006, the Company’s share capital be reduced from £445,269.00 to £434,343.80 by cancelling 109,252 of the issued Ordinary Shares of £0.10 each in the capital of the Company, each of which is fully paid up and the amount by which the share capital is so reduced be repaid to the sole shareholder of those shares.
2. **THAT**, the share premium of the Company be reduced by £98,326.80 from £3,709,133.92 to £3,610,807.12 and the amount by which the share premium account is so reduced be repaid to the sole shareholder.

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 the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed on behalf of Octopus Investments
Nominees Limited

Date: 28 February 2023

NOTES:

- 1** If you agree to the Resolutions please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by post.
- 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, by midnight on the date 28 days after the circulation date, 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 this time.