

ED BROKING GROUP LIMITED  
(company number 07254605)  
(the "Company")

Written Resolutions of the Sole Member

Circulated on 12 May 2021 (the "Circulation Date")

Pursuant to the articles of association of the Company, it was proposed that the following resolutions be passed:

**Authority to Allot:**

THAT, in accordance with section 551 of the Companies Act 2006 ("CA 2006"), the directors of the Company (the "Directors") be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of US\$100,000,000 (eighty million US Dollars) (equivalent to £70,422,535) provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date that is five (5) years from the date of these Resolutions.

This authority revokes and replaces all unexercised authorities previously granted to the Directors.

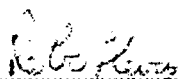
**Dis-application of pre-emption rights**

THAT, subject to the passing of resolution 1 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the CA 2006 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.

We, the undersigned, being the sole member of the Company, hereby confirm that we have received a copy of the Resolutions and hereby irrevocably agree that the Resolutions be passed as written resolutions and shall take effect as, respectively, ordinary and special resolutions.



for and on behalf of  
TOWER BRIDGE (ONE) LIMITED

Dated: 12 May 2021

**NOTES**

1. Eligible members are the members of the Company who would have been entitled to vote on the Resolutions on the Circulation Date.
2. 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.
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.



**ED BROKING GROUP LIMITED**  
(company number 07254605)  
(the "Company")

Written Resolutions of the Sole Member

Circulated on 12 May 2021 (the "Circulation Date")


Pursuant to the articles of association of the Company, it was proposed that the following resolution be passed:

"THAT, the allotment and issuance of 50,704,225 redeemable voting ordinary shares of £0.01 each with £0.99 of share premium per share in the share capital of the Company to Tower Bridge (One) Limited, be and hereby is approved and ratified, and that the Register of Members be amended accordingly to reflect the additional capital contribution of US\$72,000,000 (seventy-two million US Dollars) [equivalent to £50,704,225] made by Tower Bridge (One) Limited on 12 May 2021."

**AGREEMENT**

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

We, the undersigned, being the sole member of the Company, hereby confirm that we have received a copy of the Resolution and hereby irrevocably agree that the Resolutions be passed as written resolution and shall take effect as an ordinary resolution.

  
for and on behalf of  
**TOWER BRIDGE (ONE) LIMITED**  
Dated: 12 May 2021

**NOTES**

1. Eligible members are the members of the Company who would have been entitled to vote on the Resolution on the Circulation Date.
2. 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.
3. 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.
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.