

Company Number: 07602683

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY
SHARES

WRITTEN RESOLUTIONS OF THE MEMBERS

of

WOMBLES COPYRIGHT HOLDINGS LIMITED
(the Company)

On 15 March 2023, by way of a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of all the members of the Company who, at the date of circulating the resolution, were entitled to vote, the following resolutions of the Company were duly passed:

As ordinary and special resolutions in accordance with the Companies Act 2006

ORDINARY RESOLUTION

- I. THAT, in accordance with section 551 of the Act, the directors be generally and unconditionally authorised to allot shares in the Company and to grant rights to subscribe for and to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £1 04.00. This authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of passing this Resolution except that the Company may, before it expires make an offer or agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the directors may allot shares or grant Rights in pursuance of that offer or agreement as if the authority had not expired. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act to the extent not utilised at the date it is passed.

SPECIAL RESOLUTION

2. THAT in accordance with section 570 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution I, as if section 561(I) of the Act did not apply to such allotment. The Company may, before this authority expires, make an offer or agreement which would or might require equity securities to be allotted after it expires and the directors may allot equity securities pursuant to that offer or agreement as if the authority had not expired.
3. THAT with effect from this Resolution being passed the articles of association in the form attached to this Resolution, be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.