

BRAINBOW LIMITED

(the "Company")

Company No. 08085754

Companies Act 2006

Written Resolution of the Member

(Proposed by the Directors)

In accordance with Part 13, Chapter 2 of the Companies Act 2006, the directors propose that the resolution set out below be submitted to the eligible member of the Company as a written resolution and passed as a special resolution (the "Resolution").

Special Resolution

"THAT the original Written Resolution dated 20 June 2022 in respect of the capital reduction be amended as follows:

THAT the Company's share capital be reduced from £10.12853 to £0.000003 by the cancellation of 7,597,958 A Ordinary shares of £0.000001 each, 170,170 B Ordinary shares of £0.000001 each and 2,360,399 C Ordinary shares of £0.000001 each, the Company's Share Premium Account be reduced from £6,692,420 to zero and for the funds in total of £6,692,430.128527 be transferred immediately to distributable reserves."

By order of the Board




Director

Date of circulation: 19 July 2022

We being the eligible member of the Company hereby signify our irrevocable agreement to the Resolution in accordance with the acceptance procedure set out below.

The Member:

Name of Shareholder:	Hachette UK (Holdings) Limited
Signature: BAKHOUCHE	
Date: 	19 June 2022

Written Resolution - Acceptance Procedure

If the Member agrees to the Resolution, they MUST notify the Company of their approval using the method specified below within 28 days of the date of circulation of the Resolution. Failure to do so will render any approval invalid.

To signify consent to the Resolution, the member should indicate their agreement by signing and dating this document where shown above, and thereafter deliver it to Audrey Huss by email to AHUSS@hachette-livre.fr attaching a scanned copy of the signed and dated document.

Agreement to the Resolution will not be accepted by the Company if the person to whom the document has been addressed has not received it by the date specified above.

The member does not need to take any action if they do not agree to the Resolution.