

**COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**Of**  
**MARLIN INTERMEDIATE HOLDINGS LIMITED**  
(the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a special resolution:

**RESOLUTION 1 - SPECIAL RESOLUTION**

THAT, the issued share capital of the Company be reduced from £50,001 divided into 5,000,100 ordinary shares of £0.01 each to £1 represented by 100 ordinary shares of £0.01 each by cancelling 5,000,000 of the ordinary shares of £0.01 each and the sum of £0.01 per share arising as a result of such reduction totalling £50,000 be credited to the share capital reduction reserve account (the **Share Capital Reduction**).

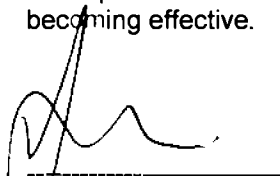
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as an ordinary resolution:

**RESOLUTION 2 - ORDINARY RESOLUTION**

THAT, subject to:

- (i) the Share Capital Reduction becoming effective; and
- (ii) the dividend declared by the Company's wholly-owned subsidiary, Marlin Midway Limited (company number 008255990), in an amount of £91,179,365.17 becoming payable and being assigned for full value to Cabot Credit Management Group Limited (company number 04934534);

upon the recommendation of the directors, a dividend of £860,583.70 per £0.01 ordinary share in the capital of the Company is declared payable on the date of the Share Capital Reduction becoming effective.



Paul Jenkins  
For and on behalf of  
Marlin Financial Intermediate II Limited

Dated 6th December 2021