

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

WESTERGATE OPCO LIMITED (THE "COMPANY")

Circulation Date: 22 December 2023

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "Act"), the board of directors of the Company (the "Directors") the following resolution (the "Resolution") is proposed as a written resolution of the Company, to be passed as an ordinary resolution of the Company.

SPECIAL RESOLUTION

1. THAT, subject to the passing of resolution 2 below and in accordance with section 570 of the Act, the Directors shall be generally and unconditionally authorised to allot 751,937 ordinary shares each with a nominal value of GBP £1.00 in the share capital of the Company pursuant to the authority conferred by resolution 2 below, as if any restrictions as to pre-emption (including section 561(1) of the Act) did not apply to such allotment, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling four years from the date of this resolution.

ORDINARY RESOLUTION

2. THAT, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot 751,937 ordinary shares each with a nominal value of GBP £1.00 in the share capital of the Company provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling four years from the date of this resolution.

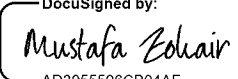
AGREEMENT

We, the undersigned, being the eligible members of the Company (within the meaning of section 289(1) of the Act) entitled to vote on the Resolution hereby RESOLVE and AGREE that:

- (a) the Resolution shall take effect as an ordinary resolution of the Company, as if passed unanimously at a general meeting of the Company pursuant to the Act; and
- (b) the Directors of the Company be authorised to do all such things as are necessary to give effect to the aforementioned Resolution.

The Resolution may be signed in counterpart, and if different counterparts shall bear different dates, then the Resolution shall take effect on the latest date on any such counterpart.

Executed by:

DocuSigned by:

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Name: Mustafa Zohair

For and on behalf of

SOF-11 WESTERGATE HOLDCO LUX S.À R.L.

Date: 22 December 2023

Notes:

1. If you agree to the Resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - i. by delivering the signed copy personally or sending it by post to 100 Bishopsgate, London EC2N 4AG, United Kingdom marked for the attention of Daniel Sullivan-Byrne; or
 - ii. by sending a scanned copy of the signed document by email to danielsullivanbyrne@paulhastings.com.
2. The signed copy of this document should be returned to the Company using one of the above methods as soon as possible and in any event so as to be received by the Company within 28 days beginning on the Circulation Date.
3. If the Resolution has not been passed within 28 days beginning on the Circulation Date, it will lapse.
4. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
5. If you do not agree to the Resolution, you need not take any action; you will not be deemed to agree to the Resolution if you do not reply.