

Company number 11976442

WRITTEN RESOLUTION

of

BERNARD BIDCO LIMITED
(the “Company”)

A PRIVATE COMPANY LIMITED BY SHARES

CIRCULATION DATE: 31 March 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the “**Resolution**”).

SPECIAL RESOLUTION:


THAT (i) the share capital of the Company be reduced from £154,610,738 divided into 154,610,738 ordinary shares of £1.00 each to £2.00 divided into 2 ordinary shares of £1.00 each by cancelling and extinguishing 154,610,736 fully paid ordinary shares of £1.00, and (ii) the share premium account of the Company be reduced by £209,501,978 to nil, and the amount by which the share premium and capital is so reduced be credited to a reserve.

[Signature page follows]

AGREEMENT:

We, being an eligible member of the Company (as defined in section 289 of the Companies Act 2006) in respect of this written resolution, agree that the Resolution be so passed.

Signed by:

DocuSigned by:

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For and on behalf of
Bernard Parentco Limited

IMPORTANT:

To signify your agreement to the Resolution, you must:

- **sign this document where indicated above;**
- **return the signed document to the Company using one of the following methods:**
 - **deliver it by hand or send it by post to Tom Lawless at Kirkland and Ellis International LLP, St Mary Axe, London EC3A 8AF;**
 - **attach a scanned copy of the signed document to an email, enter “Written Resolution” in the subject line and send it to tom.lawless@kirkland.com; and**
- **ensure that the signed document is received by the Company within the period of 15 days after (and excluding) the circulation date indicated above. If the Resolution is not passed by the end of this period, it will lapse.**

Note: Once given, your agreement may not be revoked.