

Company number 12192019

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS OF THE SOLE MEMBER**  
**of**  
**CASTLE ACQUISITION LIMITED**  
**(the "Company")**

**Circulation date: 8 February 2024**

The undersigned, being the **SOLE MEMBER** of the Company entitled to receive notice of and to attend and vote at a general meeting of the Company, hereby **RESOLVES** and agrees that the resolution marked "Special Resolution" below is passed as special resolution, and the resolutions below marked "Ordinary Resolutions" are passed as ordinary resolutions (the "**Resolutions**"), pursuant to and in accordance with Chapter 2 of Part 13 of the Companies Act 2006 and the Resolutions shall be for all purposes valid and effective as if the same had been passed at a general meeting of the Company duly convened and held. For the purpose of the Resolutions, capitalised terms used but not otherwise defined shall have the meaning given in the draft written resolutions of the Company appended as Appendix A hereto.

**SPECIAL RESOLUTION**

1. **THAT** the articles of association attached to the Resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

**ORDINARY RESOLUTIONS**

2. **THAT** it would be for the benefit of the members as a whole that the Company enters into and/or performs its obligations under the Transaction Documents.
3. **THAT** the terms of and transactions contemplated by, and the execution and delivery by the Company of, the Transaction Documents and any additional documents ancillary or incidental to the Transaction Documents to which the Company is a party and the performance by the Company of its obligations thereunder be and are hereby approved, in each case, in the form produced to the sole member with such amendments thereto as any director of the Company may in their absolute discretion approve.
4. **THAT** the authorising of:  
  
(A) each director of the Company (acting individually or jointly)  
(each an "**Authorised Signatory**") (or in the case of a deed, any two

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Authorised Signatories or a director in the presence of a witness who attests the signature) to approve the terms of the Transaction and to execute, on behalf of the Company (as a deed or otherwise), the Transaction Documents to which it is a party, in the form produced to the meeting, with any amendments that the Authorised Signatory may approve and any other documents in connection with the Transaction be and are hereby approved; and

(B) each Authorised Signatory:

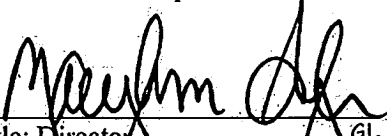
- (a) to sign and/or despatch on behalf of the Company all documents and notices to be signed and/or despatched by the Company in connection with the Transaction and the Transaction Documents;
- (b) to act with any other Authorised Signatory on behalf of the Company to execute and deliver any agreement, power of attorney, deed or other document required to be executed and delivered in connection with the Transaction; and
- (c) to do all other acts and things that the Authorised Signatory may consider necessary or desirable in connection with the Transaction Documents and the Transaction,

subject in each case to such amendments, amendments and restatements, supplements, modifications, renewals, replacements, substitutions and extensions that the Authorised Signatory may approve, be and is hereby approved.

- 5. **THAT** the directors are instructed and authorised to take any action in connection with the negotiation, execution, delivery and performance of the Transaction Documents as they shall deem necessary or appropriate.
- 6. **THAT** the provision of any guarantee and/or security by the Company pursuant to the terms of the Transaction Documents and the entry by the Company into the Transaction Documents to which it is a party and the performance of the transactions contemplated thereby will promote the success of the Company for the benefit of its members as a whole, and be to the further benefit and advantage of the Company.
- 7. **THAT** any act done or document executed pursuant to the Resolutions shall be valid, effective and binding on the Company notwithstanding any limitation on the powers of the directors of the Company contained in or incorporated by reference in the Company's articles of association (such limitation being hereby suspended, waived, relaxed or abrogated to the extent requisite to give effect to the foregoing resolutions).
- 8. **THAT** any steps taken or act done by any Authorised Signatory in connection with the Transaction or the Transaction Documents, including but not limited to any steps and acts listed in these Resolutions, prior to the date of these Resolutions be approved, authorised and ratified.

**Agreement:**

The sole eligible member of the Company in respect of these Resolutions agrees that the Resolutions be so passed.

  
Title: Director GL

Name: Mary Ann Sigler

Signed for and on behalf of **Castle Intermediate Holding V Limited.**

**Important:**

To signify your agreement to the Resolutions, 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 the Company's registered office; or
  - attach a scanned copy of the signed document to an email, enter "Written Resolution - Cision" in the subject line and send it to [jdecorte@willkie.com](mailto:jdecorte@willkie.com).

If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

Unless, by the date falling 28 days after (and including) the circulation date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

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