

COMPANY NUMBER: 12949685

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY  
SHARES  
WRITTEN RESOLUTIONS  
of  
UNITED FITNESS BRANDS LTD.  
(the "Company")

CIRCULATION DATE: .....14th December..... 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolution 1 below be passed as an ordinary resolution and resolution 2 be passed as a special resolution of the Company (together, the "Resolutions" and each a "Resolution").

Ordinary Resolution

1. Authority to allot ordinary shares
  - 1.1 THAT, the directors be generally and unconditionally authorised, for the purpose of section 551 of the Act and generally, to exercise all and any powers of the Company to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company to any person, at any time and subject to any terms and conditions as the directors think proper, up to an aggregate nominal amount of £251,491.96, comprising 25,149,196 ordinary shares of £0.01 each in the capital of the Company. This authority shall:
    - 1.1.1 expire (unless previously varied as to duration or renewed by ordinary resolution of the Company) two years after the date on which this resolution is passed except that the Company may, before such expiry, make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry (and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired); and

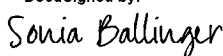
- 1.1.2 apply insofar as it has not expired or been waived or revoked by ordinary resolution of the Company and shall be in substitution to all and any existing authorities to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company that have been granted by ordinary resolution of the Company under section 551 of the Act, to the extent they are unused.

## Agreement

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being all the members of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed

DocuSigned by:  
  
 EA333226AA1D6492...

Name of person signing: Sonia Ballinger .....

Please write your name in block capital letters

For and on behalf of: Sonia Ballinger .....

If you are signing on behalf of an organisation, please write the organisation's full legal name in block capital letters

Date: 12/29/2022

## Notes

1. You may choose to agree to all of the Resolutions or none of them; however, you may not agree to only some of the Resolutions.
2. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company (a) By hand or post by delivering the signed copy to the director at the Company's registered office or (b) By email by returning the signed copy of the Resolution to [Okachi Kejeh at [o.kejeh@ashfords.co.uk](mailto:o.kejeh@ashfords.co.uk)]
3. The Resolutions will lapse if sufficient votes in favour of them have not been received by the date which is 28 days after the Circulation Date (the Circulation Date being counted as day one). Unless you do not wish to vote on the Resolutions, please ensure that your agreement reaches the Company on or before this date and time. If the Company has not received this document from you by then you will be deemed to have voted against the Resolutions. Once you have signified your agreement to the Resolutions such agreement cannot be revoked.

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The undersigned, being all the members of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed

DocuSigned by:  
*Kevin Ballinger*  
B514837BB88A45A.....

Name of person signing: Kevin Ballinger .....

Please write your name in block capital letters

For and on behalf of: Kevin Ballinger .....

If you are signing on behalf of an organisation, please write the organisation's full legal name in block capital letters

Date: 12/29/2022

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The undersigned, being all the members of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed

DocuSigned by:  
  
 EDB869F9A86845F...

Name of person signing: Scott Rudmann Please write your name in block capital letters

For and on behalf of: Scott Rudmann If you are signing on behalf of an organisation, please write the organisation's full legal name in block capital letters

Date: 12/15/2022

## Notes

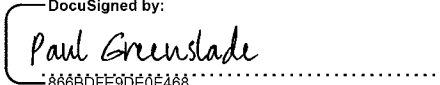
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The undersigned, being all the members of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed 

Name of person signing: Paul Greenslade ..... Please write your name in block capital letters

For and on behalf of: Paul greenslade ..... If you are signing on behalf of an organisation, please write the organisation's full legal name in block capital letters

Date: 12/22/2022

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## Agreement

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The undersigned, being all the members of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed

DocuSigned by:  
  
 B5C0121C88644501.....

Name of person signing: Joe Edward Cohen .....

Please write your name in block capital letters

For and on behalf of: N/A .....

If you are signing on behalf of an organisation, please write the organisation's full legal name in block capital letters

Date: 12/15/2022

## Notes

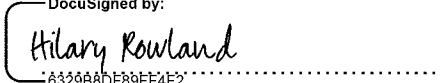
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The undersigned, being all the members of the Company entitled to vote on the Resolutions on the Circulation Date, hereby agree to the Resolutions.

Signed  6320888DF89FF4F2...

Name of person signing: Hilary Rowland ..... Please write your name in block capital letters

For and on behalf of: n/a ..... If you are signing on behalf of an organisation, please write the organisation's full legal name in block capital letters

Date: 12/21/2022

## Notes

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4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.