

Company number 13132965

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF THE MEMBERS

OF

MIDMAR NOMINEE HOLDINGS LIMITED (the Company)

27 FEBRUARY 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole member of the Company proposes that the resolution below is passed as an ordinary resolution (the **Resolution**). The Resolution was first circulated to the sole member of the Company on 27 February 2023 (**Circulation Date**).

ORDINARY RESOLUTION

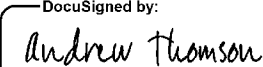
(1) Disapplication of Article 14(1)

THAT pursuant to article 14(2) and 14(3) of the Company's articles of association (the **Articles**), article 14(1) of the Articles be disapplied with such effect that any director of the Company that would otherwise be prevented from being counted as participating in any decision-making process is to be counted in any decision-making process for quorum and voting purposes.

AGREEMENT

Please read the notes at the end of this document before indicating your agreement to the Resolution.

I, the undersigned, being the sole member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution.

DocuSigned by:

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Date: 27 February 2023

Signed by **ANDREW THOMSON**

NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by one of the following methods:
 - 1.1 if you received the Resolutions via an electronic signing platform, by applying your electronic signature above your name (which shall also be taken as confirmation of your identity) and completing the signing process within the signature platform; or
 - 1.2 by signing and dating this document where indicated above and returning it to the Company either by email or by hand or post to the Company's registered office.
- 2 You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only some of them.
- 3 If you are indicating agreement to the Resolutions on behalf of a company or person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority with your indication of agreement.
- 4 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.
- 5 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 6 When agreement has been received from members representing 100% of the total voting rights in the case of an unanimous resolution, 75% of the total voting rights in the case of the special resolution and more than 50% of the total voting rights in the case of the ordinary resolution, such resolution will be deemed passed.
- 7 Unless within the period of 28 days beginning with the Circulation Date sufficient agreement has been received for a resolution to pass, it will lapse.