

Company Number: 03225030

THE COMPANIES ACT 2006

PRIVATE UNLIMITED COMPANY

WRITTEN RESOLUTIONS

OF

EXELVIA COMPANY

(the "Company")

Circulated on 21 December 2022 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolutions be passed as special resolutions of the Company (the "Resolutions"):

SPECIAL RESOLUTIONS

- 1 "THAT, pursuant to article 4(5) of the Company's articles of association (the "Articles"), reduce the Company's issued ordinary share capital by £4,858, from £4,875, comprising 4,875 ordinary shares of £1.00 each, to £ 17.00, comprising 17 ordinary shares of £1.00 each, by cancelling and extinguishing 4,858 of such issued ordinary shares of £1.00 each;
- 2 THAT, pursuant to article 4(5) of the Articles, reduce the Company's issued preferred ordinary share capital by £22,417, from £22,500, comprising 22,500 preferred ordinary shares of £1.00 each, to £83.00, comprising 83 preferred ordinary shares of £1.00 each, by cancelling and extinguishing 22,417 of such issued preferred ordinary shares of £1.00 each;
- 3 THAT, pursuant to article 4(5) of the Articles, cancel and extinguish the entire amount standing to the credit of the share premium account of the Company as at the date of the Resolutions, being the sum of £97,455,129; and
- 4 THAT, the amount arising upon the reduction of capital pursuant to resolution numbers 1 and 2 above, being the sum of £97,482,404, be credited to the profit and loss reserves of the Company."

AGREEMENT

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

We, the undersigned, being the sole eligible member of the Company, hereby confirm that we have received a copy of the Resolutions in accordance with section 291 of the Act and hereby irrevocably agree that the Resolutions be passed as written resolutions pursuant to section 288 of the Act and shall take effect as special resolutions.



DocuSigned by:

N.J.C.M. Ho

9CA98D7C889C42A...

By: N.J.C.M. Ho

Title: Managing Director

Date: 21st December 2022

By: Zedra Management B.V. represented by

G. Duijst and R.H.W. Funnekotter

Title: Managing Director

Date: __ December 2022

NOTES

1. Eligible members are the members of the Company who would have been entitled to vote on the Resolutions on the Circulation Date.
2. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only one of them. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
3. 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.
4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. Unless sufficient agreement has been received for the Resolution to be passed before the end of the period of 28 days beginning on the Circulation Date, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the end of this period.

By: N.J.C.M. Ho
Title: Managing Director
Date: __ December 2022

DocuSigned by:
Rutger Funnekotter
78CCA5A91AB1422

DocuSigned by:
Geertwim Duijst
4240F4B80B44478...

By: Zedra Management B.V. represented by
G. Duijst and R.H.W. Funnekotter
Title: Managing Director
Date: 21st December 2022

NOTES

1. Eligible members are the members of the Company who would have been entitled to vote on the Resolutions on the Circulation Date.
2. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only one of them. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
3. 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.
4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. Unless sufficient agreement has been received for the Resolution to be passed before the end of the period of 28 days beginning on the Circulation Date, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the end of this period.