

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of the shareholders of

AMR GP Limited
(the 'Company')

(Circulation date 28 January 2021)

(Passed on 28 January 2021)

We, the undersigned, being the members of the Company entitled to attend and vote at general meetings of the Company, pursuant to Part 2 of Chapter 13 of the Companies Act 2006 (the 'Act'), hereby AGREE and RESOLVE that the below resolution takes effect as it had been passed as a special resolution of the Company at a general meeting duly convened and held (the 'Resolution'):

SPECIAL RESOLUTION

THAT, notwithstanding the provisions of article 41.2 of the Company's articles of association, the Company be and is hereby authorised to allot and issue further ordinary shares of £1.00 each in the capital of the Company to existing shareholders of the Company in a manner beyond or under their pro-rated allocation solely for the purpose of the Company's equity fundraise on or around 26 January 2021 and article 41.2 of the Company's articles of association be and is hereby disapplied solely for the said purpose.

AGREEMENT

The undersigned, being the member of the Company with such voting rights and authority as to pass the Resolution as a special resolution of the Company, hereby irrevocably agrees to the Resolution.

Signed: _____

Name: For and on behalf of AMR GP Holdings Limited

TUESDAY



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COMPANIES HOUSE

NOTES

- 1.1 If you wish to vote in favour of the Resolution, please sign and date this document and return it to the Company's solicitors using one of the following methods:
- 1.2 **by hand:** delivering the signed copy to Jamal Saleh at Withers LLP, 3rd Floor, 20 Old Bailey, London, EC4M 7AN;
- 1.3 **by post:** delivering the signed copy to Jamal Saleh at Withers LLP, 3rd Floor, 20 Old Bailey, London, EC4M 7AN; or
- 1.4 **by email:** by attaching a scanned copy of the signed document to an email and sending to Jamal Saleh at jamal.saleh@withersworldwide.com. Please enter "AMF1 - Written Resolutions" in the email subject box.
- 1.5 If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 1.6 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 1.7 Unless, within 28 days of the Circulation Date, sufficient agreement has been received from the required majority of eligible members for the Resolution to be passed, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us on or before this date.
- 1.8 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.
- 1.9 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.