

**COMPANY NUMBER: 14551626**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS OF**

**LA SYSTEMS GROUP LIMITED (Company)**

**DATE**

**04 May**

**2023 (Circulation Date)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions (1) to (3) below are passed as ordinary resolutions and resolutions (4) and (5) below are passed as special resolutions (**Resolutions**).

**ORDINARY RESOLUTIONS**

- (1) THAT the 625 ordinary shares of £1.00 each in the capital of the held by John Paul David Buck be re-designated as 625 A ordinary shares of £1.00 each, such shares having the rights and being subject to the restrictions as set out in the Company's articles of association adopted pursuant to resolution (5) below.
- (2) THAT the 50 ordinary shares of £1.00 each in the capital of the held by Chloe Moule be re-designated as 50 B ordinary shares of £1.00 each, such shares having the rights and being subject to the restrictions as set out in the Company's articles of association adopted pursuant to resolution (5) below.
- (3) THAT, subject to and conditional on the passage of resolution (4), the directors are generally and unconditionally authorised, for the purpose of section 551 CA 2006 and generally, to exercise all and any powers of the Company to allot shares and to grant rights to subscribe for, or to convert 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 £325 and this authority shall:
  - (a) expire (unless previously varied as to duration or renewed by ordinary resolution of the Company three months 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

- (b) apply insofar as it has not expired or been waived or revoked by ordinary resolution of the Company and shall be in substitution for all and any existing authorities to allot shares and to grant rights to subscribe for, or convert any security into, shares in the Company that have been granted by ordinary resolution of the Company under section 551 of the Companies Act 2006, to the extent that they are unused

### **SPECIAL RESOLUTIONS**

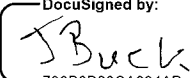
- (4) THAT the directors be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560 of the Companies Act 2006) for cash pursuant to the general authority conferred on them by resolution (3), as if section 561 of the Companies Act 2006 did not apply to any such allotment or sale. This authority shall expire, unless previously revoked or renewed by the Company three months after the date on which this resolution is passed, except that the Company may before such expiry make any offer or agreement that would or might require equity securities to be allotted after such expiry, and the directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred by this resolution had not expired.
- (5) THAT the articles of association attached to these written 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.

### **AGREEMENT**

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

The undersigned, a person entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed by John Buck

DocuSigned by:  
  
790B0B90CA994AB...

Signature

04 May 2023

Date

Signed by Chloe Moule

.....

Signature

Date

.....

## NOTES

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. 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 using one of the following methods:

**By Hand:** delivering the signed copy to the Company's solicitors, RJS Solicitors, G4-G5 Bellringer Road, Trentham Business Quarter, Stoke on Trent, Staffordshire, ST4 8GB.

**Post:** returning the signed copy by post to the Company's solicitors, RJS Solicitors, G4-G5 Bellringer Road, Trentham Business Quarter, Stoke on Trent, Staffordshire, ST4 8GB.

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

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. 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.
5. 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.