

Company No. 13500090

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

GREY GATES INVESTMENTS LIMITED

(the "Company")

Circulated to the members on  
26 August 2021.

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolutions 1 is passed as an ordinary resolution and resolutions 2 and 3 are passed as special resolutions (the "Written Resolutions").

**ORDINARY RESOLUTION**

1. **THAT**, in accordance with section 551 of the Act, the directors be unconditionally authorised to allot the following:-

- 1 A Ordinary Share of £1.00 each
- 1 B Ordinary Share of £1.00 each
- 1 C Ordinary Share of £1.00 each
- 1 D Ordinary Share of £1.00 each
- 1 E Ordinary Share of £1.00 each
- 1 F Ordinary Share of £1.00 each
- 1 G Ordinary Share of £1.00 each



- 1 H Ordinary Share of £1.00 each
- 1 I Ordinary Share of £1.00 each
- 1 J Ordinary Share of £1.00 each

up to an aggregate nominal amount of £10.00, each having the respective rights and subject to the respective restrictions set out in the articles adopted pursuant to resolution 3. Unless renewed, varied or revoked by the Company, this authority shall expire one year from the date of passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the sole director may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act.

### **SPECIAL RESOLUTIONS**

2. **THAT** article 8.2 of the Company's articles of association be disapplied in relation to the proposed issue and allotment of the shares set out in resolution 1.
3. **THAT** the Company adopt new articles of association in the form attached and initialled by the sole director for identification purposes 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 Written Resolutions.

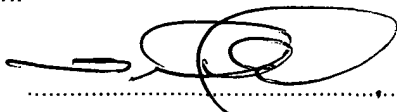
The undersigned, being the members entitled to vote on the                      Written                      Resolutions                      on  
    26 August 2021, hereby irrevocably  
 agree to the Written Resolutions:

Signed by Martin John Wilcox



Date: 26 August 2021

Signed by Jane Anne Wilcox



Date: 26 August 2021

## NOTES

1. If you agree with the Written 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 registered office.
- **Post:** returning the signed copy by post to the Company's registered office for the attention of the board of directors.
- **By email:** to [kjohal@georgegreen.co.uk](mailto:kjohal@georgegreen.co.uk)

If you do not agree to the Written 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 Written Resolutions, you may not revoke your agreement.
3. Unless by 28 days beginning with the circulation date, sufficient agreement has been received for the Written Resolutions to pass, they will lapse ("**Lapse Date**"). If you agree to the Written Resolutions, please ensure that your signification of your agreement reaches us on or before the Lapse Date.
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.

**Company No. 13500090**

**THE COMPANIES ACT 2006**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**OF**

**GREY GATES INVESTMENTS LIMITED**

**(the "Company")**

On 26 August 2021, the following resolutions were duly passed as ordinary and special resolutions.

**ORDINARY RESOLUTION**

1. **THAT**, in accordance with section 551 of the Act, the directors be unconditionally authorised to allot the following:-

- 1 A Ordinary Share of £1.00 each
- 1 B Ordinary Share of £1.00 each
- 1 C Ordinary Share of £1.00 each
- 1 D Ordinary Share of £1.00 each
- 1 E Ordinary Share of £1.00 each
- 1 F Ordinary Share of £1.00 each
- 1 G Ordinary Share of £1.00 each
- 1 H Ordinary Share of £1.00 each
- 1 I Ordinary Share of £1.00 each
- 1 J Ordinary Share of £1.00 each

up to an aggregate nominal amount of £10.00, each having the respective rights and subject to the respective restrictions set out in the articles adopted pursuant to resolution 3. Unless renewed, varied or revoked by the Company, this authority shall expire one year from the date of passing of this resolution save that the Company may, before such expiry,

make an offer or agreement which would or might require shares to be allotted and the sole director may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act.

### **SPECIAL RESOLUTIONS**

2. **THAT** article 8.2 of the Company's articles of association be disapplied in relation to the proposed issue and allotment of the shares set out in resolution 1.
  
3. **THAT** the Company adopt new articles of association in the form attached and initialled by the sole director for identification purposes in substitution for and to the exclusion of the existing articles of association of the Company.

A handwritten signature in black ink, consisting of a series of loops and flourishes, positioned above a dotted line.

**Chairperson**