

Written Resolutions of the Shareholders of the Subsidiary Company

WRITTEN RESOLUTION

OF

J J H COMMERCIAL PROPERTIES LIMITED (the "Company")

Company Number 8717889

Dated this 1 day of December 2022

We, the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held:-

THAT:-

That the Company hereby approve a share for share exchange and that 900 issued shares held by ANDREW JOHNSON (338 A shares), HEATHER JOHNSON (112 A shares) and BRENDA JOHNSON (450 Shares) in the issued share capital of the Company be transferred to LEW GROUP HOLDINGS LIMITED in exchange for the allotment of 900 new shares in LEW GROUP HOLDINGS LIMITED. Any Pre-emption rights existing in the Articles of Association shall be disapplied for this transaction.

The shareholders shall be required to transfer their shareholding by the execution of a stock transfer form in favour of LEW GROUP HOLDINGS LIMITED and in return, shares in LEW GROUP HOLDINGS LIMITED shall be allotted as follows:-

- (a) ANDREW JOHNSON RECEIVES 338 NEW ALLOTTED A SHARES IN LEW GROUP HOLDINGS LIMITED IN EXCHANGE FOR HIS 338 A SHARES BEING TRANSFERRED TO LEW GROUP HOLDINGS LIMITED;
- (b) HEATHER JOHNSON RECEIVES 112 NEW ALLOTTED A SHARES IN LEW GROUP HOLDINGS LIMITED IN EXCHANGE FOR HER 112 A SHARES BEING TRANSFERRED TO LEW GROUP HOLDINGS LIMITED.
- (c) BRENDA JOHNSON RECEIVES 450 NEW ALLOTTED B SHARES IN LEW GROUP HOLDINGS LIMITED IN EXCHANGE FOR HER 450 B SHARES BEING TRANSFERRED TO LEW GROUP HOLDINGS LIMITED

Signature.....
Name ANDREW JOHNSON

Signature.....
Name HEATHER JOHNSON

Signature.....
Name BRENDA JOHNSON