

Company No: SC466792  
THE COMPANIES ACT 2006  
A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION  
- of -  
SMART GROUP (SCOTLAND) LTD  
(the "Company")

Circulation Date: 08 September 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "Resolution"):

**SPECIAL RESOLUTION: RE-CLASSIFY SHARES**

For the purposes of section 636 of the Companies Act 2006:

~~80 Ordinary Shares of £1.00 each in the capital of the Company be and are hereby re-classified as 80 A Ordinary Shares of £1.00 each in the capital of the Company; and~~

~~20 Ordinary Shares of £1.00 each in the capital of the Company be and are hereby re-classified as 20 B Ordinary Shares of £1.00 each in the capital of the Company~~

**AGREEMENT**

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

The undersigned being an eligible member of the Company (as defined in section 289 of the Companies Act 2006) entitled to vote in respect of this written resolution, agree that the Resolution be so passed.

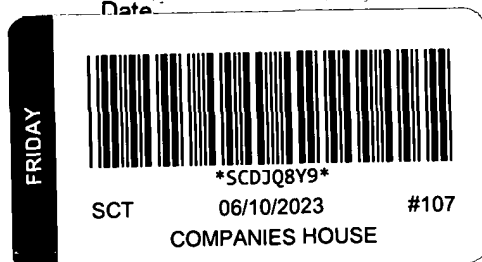
  
James Lawrence Harkins – Director

8/9/23.  
Date

  
Clare Finlay – Director

08/09/2023  
Date

SMART GROUP (SCOTLAND) LTD - SC466792



## NOTES

### IMPORTANT:

To signify your agreement to the Resolution, you must sign this document where indicated above.

Please return the signed document to the Company by delivering it by hand or send it by post to the registered office.

You may not return the Resolution to the Company by any other method.

Unless, by 28 days of the circulation date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or on this date.

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.

**Note: Once given, your agreement may not be revoked.**