

Company No. **13868516**

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

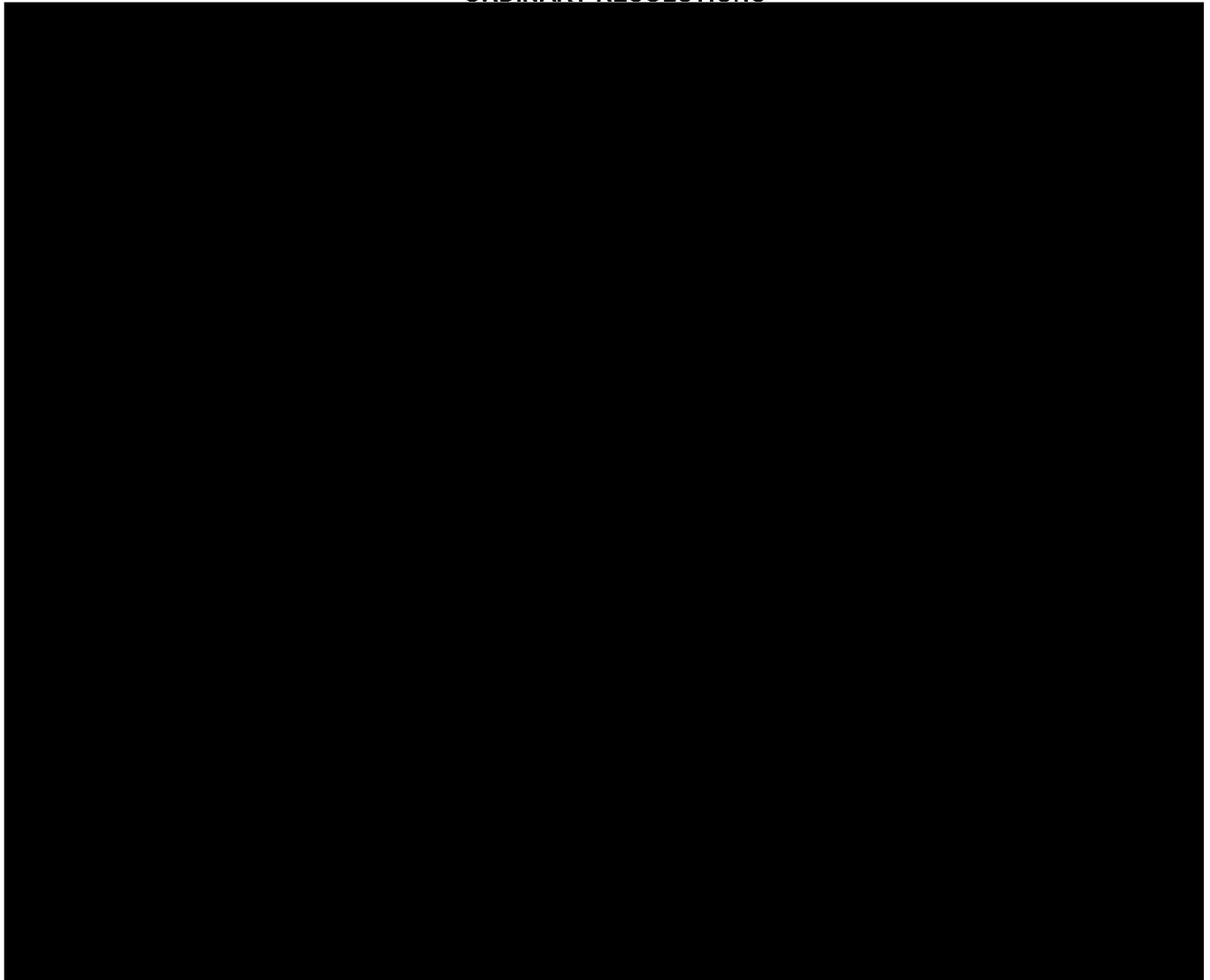
OF

2 BURSTON ROAD LIMITED (the Company)

Circulated on 9 March 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**CA 2006**), it is proposed by the directors that the following resolutions are passed as ordinary resolutions and special resolutions (**Resolutions**):

ORDINARY RESOLUTIONS



SPECIAL RESOLUTIONS

- 1.4 THAT, with effect from the passing of this resolution, the articles of association of the Company be altered by the insertion of the following new Article immediately after Article 53 (and the consequential numbering of each subsequent Article):

"Notwithstanding anything contained in these Articles:

- a. no lien shall attach to any share in the Company, whether fully paid or not, in the name of any person whether he be the sole holder thereof or one of two or more joint holders;
- b. the directors of the Company may not decline to register any transfer of shares in the Company and may not suspend any registration thereof, where such transfer is:
 - i. to any person (including without limitation any bank, institution or other entity) to which such shares have been mortgaged or charged by way of security (whether as lender, or agent and trustee for a group of banks or institutions or otherwise) (**Secured Party**), or to any nominee of such Secured Party, pursuant to any such security;
 - ii. executed by a Secured Party or its nominee pursuant to the power of sale or other power under any such security; or
 - iii. executed by a receiver or manager appointed by or on behalf of any Secured Party or its nominee, under any such security,

and furthermore, notwithstanding anything to the contrary contained in these Articles:

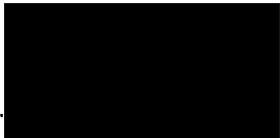
- iv. no transferor of any shares in the Company or proposed transferor of such shares to a Secured Party or to its nominee;
- v. no Secured Party or its nominee;
- vi. no receiver or manager appointed by or on behalf of a Secured Party or its nominee,

shall be required to offer the shares which are or are to be the subject of any such transfer to the shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under these Articles or otherwise to require such shares to be transferred to them whether for consideration or not."

AGREEMENT

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



The undersigned, a person entitled to vote on the above resolutions on the date on which these resolutions are circulated, hereby irrevocably agrees to the Resolutions:

Signature 

Name David Robbins

Duly authorised for and on behalf of **NJG
International Developments Limited**

NOTES FOR MEMBERS

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 e-mail or, if you are unable to use e-mail, by post following the instructions below. If you use post as a delivery method please notify David Robbins by e-mail:  :
 - **By E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to David Robbins at:  . Please type "Written resolutions" dated [insert relevant date]" in the e-mail subject box.
 - **By Post:** returning the signed copy by post to David Robbins at the Company's registered office address.
 - **E-signature:** by clicking through the link in the e-mail sent to you and following the instructions to complete the signing process within the e-signature platform then selecting "Finish".
2. If you do not agree to the Resolution , you do not need to do anything as you will not be deemed to agree if you fail to reply.
3. Your agreement is irrevocable which means that once you have indicated your agreement to the Resolutions, you may not change your mind.
4. Unless, by the date which is 28 days from 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.
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.