

COMPANY NUMBER 00372481

WRITTEN RESOLUTION

OF

GRAHAM & BROWN LIMITED ("the Company")

*2 March* 2021 ("the Circulation Date")

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

SPECIAL RESOLUTION

THAT with immediate effect the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

AGREEMENT

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

The undersigned, persons entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Signed by **Andrew Harold Graham**, for and on behalf of **GRAHAM & BROWN HOLDINGS LIMITED**:

*A H Graham*

Date: *02.03.2021*

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 delivery methods:

**By hand:** delivering the signed copy to Arun Dhaliwal, Taylors Solicitors, Rawlings House, Exchange Street, Blackburn, BB1 7JN.

**Post:** returning the signed copy by post to Arun Dhaliwal, Taylors Solicitors, Rawlings House, Exchange Street, Blackburn, BB1 7JN.

**Email:** by attaching a scanned copy of the signed document to an email and sending it to: [arun.dhaliwal@taylorso.co.uk](mailto:arun.dhaliwal@taylorso.co.uk). Please type "Written Resolution – G&B New Articles" in the email subject box.

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.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.

3. Unless within 28 days of the Circulation Date, sufficient agreement is 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.