

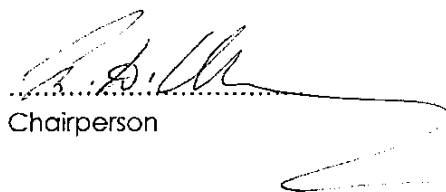
Company number 00745309

Private company limited by shares

Written resolutions  
of  
A.E. WILSON GROUP LIMITED (the "Company")

On the 25<sup>th</sup> day of July 2022 the following Written Resolutions (being passed as Special Resolutions) were approved by the eligible members pursuant to sections 288 to 300 of the Companies Act 2006 (the "Act"):

1. *"That the requirement to have an authorised share capital be dispensed with and the relevant Article removed from the Articles of Association."*
2. *"That the Articles of Association of the Company be amended by replacing Article 3 A and Article 3 B which were adopted on 1 July 1996, with new Article 3 A and new Article 3 B as attached."*

  
Chairperson

25 July 2022

.....  
Date

ARTICLES OF ASSOCIATION

NEW ARTICLE 3 A AND 3 B

SHARES

3. (A) The requirement of an authorised share capital has been dispensed with by the members by resolution dated 25 July 2022, so this clause 3A is no longer required.

3 (B) The rights, privileges, limitations and restrictions applicable to the respective classes of shares shall be as follows:-

(i) Income

The profits of the company in respect of each accounting period available for distribution shall be applied as follows:-

- a) Firstly, in paying to the holders of the Preferred Ordinary shares, such Preferred dividends as recommended by the directors;
- b) Secondly, in paying to the holders of the Redeemable Ordinary shares, such Redeemable Ordinary dividends as recommended by the directors;
- c) Thirdly, to the holders of the Ordinary shares, such Ordinary dividends as recommended by the directors.

Save as aforesaid, the holders of the Preferred Ordinary shares and Redeemable Ordinary shares shall not be entitled to any further rights of participation in the profits of the company.

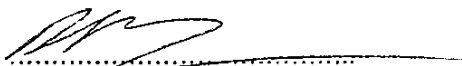
(ii) Capital

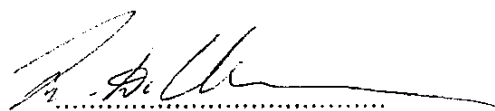
On a return of capital, whether on liquidation or otherwise, the assets of the company remaining after payment of its liabilities shall be applied:

- a) Firstly, in repaying to the holders of the Preferred Ordinary shares, the subscription price per share;
- b) Secondly, in repaying to the holders of Redeemable Ordinary shares the subscription price per share;
- c) Thirdly, in repaying to the holders of the Ordinary shares the nominal capital paid up on each share; and
- d) Fourthly, the balance of such assets shall be distributed amongst the holders of the Ordinary shares only, in proportion to the amounts paid up on those shares.

(iii) Voting

The holders of the Preferred Ordinary shares and the Redeemable Ordinary shares are not entitled to receive notice of or to attend or vote at any General Meeting of the Company, unless a resolution is to be proposed for the winding up of the company or varying or abrogating any of the rights conferred as above.

  
David Charlson

  
Martin Charlson