

Company number: 02005619

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF
MENZIES DISTRIBUTION SERVICES LIMITED (the Company)

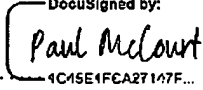
(Passed on...25 January.....2021)

On25 January.....2021 the following resolution were duly passed as ordinary resolutions of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006.

RESOLUTIONS

As ordinary resolutions:

- 1 **THAT**, for the purposes of section 551 of the Companies Act 2006 (the Act), the directors of the Company (the **Directors**) be authorised (in addition to) all existing authorities granted to the Directors under section 551 of the Act (to the extent that they remain in force and unexercised) generally and unconditionally to exercise all powers of the Company to allot A ordinary shares of £0.001 each in the Company up to an aggregate nominal amount of £6.27 and to allot B ordinary shares of £0.001 each in the Company up to an aggregate nominal amount of £9.447, provided that this authority shall expire on 31 December 2021, unless such authority shall have been previously revoked or varied by the Company in general meeting and save that the Company may before the expiry of the authority granted by this resolution make an offer or agreement which would or might require shares in the Company to be allotted after such expiry and the Directors may allot such shares, or grant such rights, in pursuance of such an offer or agreement as if the authority conferred by this resolution had not expired.
- 2 **THAT**, conditional upon resolution 1 being passed, in accordance with section 618 of the Companies Act 2006, the existing 200,000 A ordinary shares of £0.001 each in the capital of the Company be consolidated into 200 A ordinary shares of £1.00 each and the 10,000 B ordinary shares of £0.001 each in the capital of the Company be consolidated into 10 B ordinary shares of £1.00 each.
- 3 **THAT**, conditional upon resolutions 1 and 2 being passed, the 200 A ordinary shares of £1.00 each in the capital of the Company be re-designated as 200 ordinary shares of £1.00 each and the 10 B ordinary shares of £1.00 each in the capital of the Company be re-designated as 10 ordinary shares of £1.00 each, such shares having the same rights and being subject to the same restrictions as the existing ordinary shares of £1.00 each in the capital of the Company.

DocuSigned by:

1C45E1FCA27167F...
Director

