

Company number 02637000

**SPECIAL RESOLUTION**

OF

Halcyon Drives Limited (**Company**)

Passed on 2 FEBRUARY 2022

The following resolution was duly passed as a special resolution by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

**SPECIAL RESOLUTION**

THAT, the rights attaching to each class of share in the Company are varied to be as follows:

The Ordinary Shares have full rights as to voting, dividends and capital. The Ordinary Shares are not redeemable.

The Ordinary C Shares have full rights as to dividends and capital. The Ordinary C Shares have no rights as to voting. The Ordinary C Shares are not redeemable.

The Ordinary D Shares have full rights as to dividends. The Ordinary D Shares each have the right to the amount paid up on each such share. The Ordinary D shares have no further right to participate in the distribution of the assets of the company on a winding up. The Ordinary D Shares have no rights as to voting. The Ordinary D Shares are not redeemable.

C. J. Wainman  
Signed: C. J. Wainman (Feb 2, 2022 15:29 GMT)

Director



**HALCYON DRIVES LIMITED ("THE COMPANY") - WRITTEN CONSENT RELATING TO A VARIATION OF CLASS RIGHTS**

In accordance with section 630 of the Companies Act 2006 of the Company we, being the holders of not less than three-quarters in nominal value of the issued Ordinary C shares of £0.50 each in the capital of the Company, hereby irrevocably consent to and sanction the passing of the resolution set out in the attached written resolution and every variation, modification or abrogation of the rights, privileges and restrictions attaching to the Ordinary C shares of £0.50 each as a class of shares that will or may be effected thereby.

Signed by Halcyon Drives Holdings Limited

C.J Wainman  
C.J Wainman (Director).....

Date

.....2 February 2022.....

**HALCYON DRIVES LIMITED ("THE COMPANY") - WRITTEN CONSENT RELATING TO A VARIATION OF CLASS RIGHTS**

In accordance with section 630 of the Companies Act 2006 of the Company I, being the holder of not less than three-quarters in nominal value of the issued Ordinary shares of £0.50 each in the capital of the Company, hereby irrevocably consent to and sanction the passing of the resolution set out in the attached written resolution and every variation, modification or abrogation of the rights, privileges and restrictions attaching to the Ordinary shares of £0.50 each as a class of shares that will or may be effected thereby.

Signed by Christopher Wainman

C.J Wainman

C.J Wainman (Chairman)

Date

2 February 2022

**HALCYON DRIVES LIMITED ("THE COMPANY") - WRITTEN CONSENT RELATING TO A VARIATION OF CLASS RIGHTS**

In accordance with section 630 of the Companies Act 2006 of the Company I, being the holder of not less than three-quarters in nominal value of the issued Ordinary D shares of £1.00 each in the capital of the Company, hereby irrevocably consent to and sanction the passing of the resolution set out in the attached written resolution and every variation, modification or abrogation of the rights, privileges and restrictions attaching to the Ordinary D shares of £1.00 each as a class of shares that will or may be effected thereby.

Signed by Claire Wainman

C Wainman

C Wainman (Feb 2, 2022 16:43 GMT)

Date

2 February 2022