

Company number 02946849

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

OCS GROUP INTERNATIONAL LIMITED (Company)

Date: 26 April 2024 (Circulation Date)

Under Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006), the directors of the Company (Directors) propose that:

- a) resolution 1, is passed as an ordinary resolution (Ordinary Resolution); and
  - b) resolutions 2 and 3 are passed as special resolutions (Special Resolutions),
- (together, the Resolutions).

#### ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the CA 2006, the Directors be and are hereby generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (Rights) up to the aggregate nominal amount approved in Special Resolution 3 below. This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

#### SPECIAL RESOLUTION

2. THAT, in accordance with section 630 of the CA 2006 the holders of not less than three-quarters in nominal value of the issued ordinary shares of £1 each in the capital of the Company, hereby irrevocably consent to and sanction the passing of Special Resolution 3 below and every variation, modification or abrogation of the rights, privileges and restrictions attaching to the ordinary shares of £1 each as a class of shares that will or may be effected thereby.
3. THAT, subject to the passing of Special Resolution 2 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by this resolution, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £1.

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed by OCS GROUP INVESTMENTS  
LIMITED

DocuSigned by:  
*Scott Thorn-Davis*  
3B3F5E63BF33474

Date

26 April 2024

## NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company using one of the following methods:
  - 1.1.1 By hand: delivering the signed copy to Alex Forwood, Birketts LLP, Brierly Place, New London Road, Chelmsford, Essex CM2 0AP.
  - 1.1.2 Post: returning the signed copy by post to Alex Forwood, Birketts LLP, Brierly Place, New London Road, Chelmsford, Essex CM2 0AP.
  - 1.1.3 E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to alex-forwood@birketts.co.uk. Please enter "Written resolutions of OCS Group International Limited" in the e-mail subject box.
  - 1.1.4 Docusign: by appending your electronic signature to the document on Docusign and returning the document to Birketts LLP by completing the Docusign envelope.

You may not indicate your agreement to the Resolutions by any other method.

If you do not agree to the Resolutions, 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 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.
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.