

Company number 04693409

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CLARION COMMUNICATION SYSTEMS LIMITED (Company)

Circulation Date: 3 April 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the directors of the Company propose that the following resolution be passed as a special resolution as shown below (**Resolution**).

SPECIAL RESOLUTION

1. ADOPTION OF NEW ARTICLES OF ASSOCIATION

THAT the draft articles of association attached to these Written Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

AGREEMENT

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

The undersigned, being the eligible members of the Company entitled to vote on the above Resolution on the date of this Resolution, hereby irrevocably agree to the Resolution.

Signed for on behalf of **POSCODE LTD**
(under a power of attorney)

Tony DUBURCQ

Date:

3 April 2023

Signed for on behalf of **CLARION
COMMUNICATION HOLDINGS
LIMITED**

Benjamin Edward Bradbury

Date:

3 April 2023
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NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to Tom Newlyn, Cripps LLP, 22 Mount Ephraim, Tunbridge Wells, Kent TN4 8AS.

Post: returning the signed copy by post to Tom Newlyn, Cripps LLP, 22 Mount Ephraim, Tunbridge Wells, Kent TN4 8AS.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to tom.newlyn@cripps.co.uk. Please enter "Written resolution in respect of Clarion Communication Systems Limited" in the e-mail 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 Resolution, you may not revoke your agreement.
3. Unless, by the expiry of the 28 day period commencing on the Circulation Date, sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before the expiry of this period.
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.