

COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

of

UK PARKING CONTROL LIMITED (the "Company")

9 October 2023 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolutions are passed as written resolutions of the Company, each having effect as ordinary resolutions (the "Resolutions").

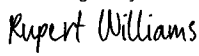
ORDINARY RESOLUTIONS

1. THAT the redesignation of 2 ordinary shares of £1 each (being the entire issued share capital of the Company at the time) as 1 Ordinary A share of £1 and 1 Ordinary B share of £1 on 28 May 2009 (such shares having the same rights and being subject to the same restrictions as the 2 Ordinary shares of £1 each in the capital of the Company as set out in the articles of association of the Company) be hereby ratified, approved and confirmed for all purposes as if the Directors had been granted authority to redesignate such shares in accordance with Company's articles of association, the Act or otherwise (including, without limitation, for the purposes of section 239 of the Act).
2. THAT, subject to the passing of Resolution 1, each shareholder irrevocably waives all and any claims or rights or action that they may have against the Company, its officers or any other shareholder in respect of the Company's failure to follow any process required under the Company's articles of association, section 636 of the Act or otherwise in respect of the share redesignation set out in Resolution 1.

AGREEMENT

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

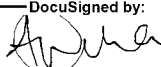
We, the undersigned, each being a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:-

DocuSigned by:

8802293CB30449C...

.....
Rupert John Williams

9 October 2023

.....
Date

DocuSigned by:

F33FDA3B05CE428...

.....
Amanda Joy Williams

9 October 2023

.....
Date

1. You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only some of the Resolutions. If you agree to all of 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:
 - By hand: delivering the signed copy to 3 Hardman Square, Spinningfields, Manchester, United Kingdom, M3 3EB for the attention of Laurence Laidler;
 - Post: returning the signed copy by post to the address above marked for the attention of Laurence Laidler; or
 - E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to Laurence.Laidler@pinsentmasonc.com.

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

2. If you do not agree to all of the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. 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.
5. 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.
6. 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.