

COMPANY NUMBER: 7932991

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

OAT 2012 LIMITED

(the Company)

CIRCULATED ON *26 February* **2021**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the Act), the directors of the Company propose that the resolutions below be passed as ordinary resolutions and a special resolution as marked:

ORDINARY RESOLUTIONS

1. THAT the substantial property transaction (as defined in section 190 of the Act) proposed to be entered into between Lord John Derek Taylor of Holbeach and others (1) and the Company (2) pursuant to which the Company will acquire shares in the capital of O.A. Taylor & Sons Limited be and it is hereby approved.
2. THAT, in accordance with section 551 of the Act, the Directors of the Company be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £1,806,236 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 March 2021 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.


SPECIAL RESOLUTION

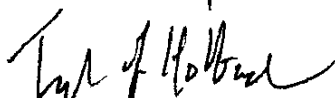
3. THAT, subject to the passing of resolution 2 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 2, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:

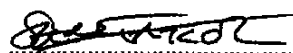
- a. be limited to the allotment of equity securities up to an aggregate nominal amount of £1,806,236; and
4. expire on 31 March 2021 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

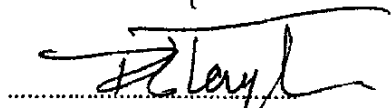
Please read the explanatory notes at the end of this document before signifying your agreement to the resolutions.

We, the undersigned, were at the time the resolutions were circulated entitled to vote on the resolutions and irrevocably agree to the resolutions.


 The Hon. Adam Edwin John Taylor
 Date: 26 February 2021


 Lord John Derek Taylor of Holbeach for himself
 and on behalf of The Hon. Adam Edwin Taylor
 and Julia Alleen Taylor as the joint holders of
 2,683 B Ordinary shares of £1.00 each in the
 capital of the Company
 Date: 26 February 2021


 Sam Roger Taylor
 Date: 26 February 2021


 Roger David Taylor for himself and on behalf of
 Sam Roger Taylor and Sarah Ann Taylor as the
 joint holders of 2,683 B Ordinary shares of £1.00
 each in the capital of the Company
 Date: 26 February 2021

EXPLANATORY NOTES FOR SHAREHOLDERS

- 1 You may agree to all of the resolutions or none of them. If you agree to the resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company.

If you do not agree to the above resolutions, you do not need to do anything.

- 2 Once you have signified your agreement to the resolutions, you may not revoke your agreement.

Unless, within 28 days of the circulation date, sufficient agreement has been received for the resolutions to be passed, they will lapse. If you agree to the resolutions, please ensure that signification of your agreement reaches us before or on this date.

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