

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF BARRY RICHARD BROWN LIMITED

(a company registered in England no. **08614732**)

(the Company)

CIRCULATION DATE: 29 September **2023**

DATE PASSED: 29 September **2023**

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

SPECIAL RESOLUTION

DIVIDEND IN SPECIE

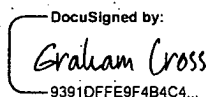
To declare a dividend in specie of all the assets and goodwill belonging to the Company (together the **Assets**), on the ordinary shares of £1.00 each (**Ordinary Shares**), to be constituted by a transfer of the Assets. For Companies Act 2006 purposes the amount of the dividend would be the amount equal to the book value of the Assets.

This dividend will be paid on the date of passing of this Resolution to the holders of Ordinary Shares on the date and time of passing this Resolution (or such later time or date as the directors of the company may determine).

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

AGREEMENT TO WRITTEN RESOLUTION:

We, the undersigned, being the requisite majority of the members entitled to vote on the Resolution on the circulation date set out at the beginning of this document, hereby irrevocably agree to the Resolution:

DocuSigned by:

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Graham Mark Cross

Director of Helm Godfrey Consulting Limited

29 September 2023

Date



NOTES

1. Shareholders who wish to agree to such Resolution should signify their agreement in one of the following ways:
 - Sign and return this document to Shakespeare Martineau LLP for the attention of Catherine Moss; or
 - By e-mail to Catherine.Moss@shma.co.uk attaching a scanned copy of the signed document.
2. 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.
3. If sufficient agreement is not received within 28 days of the circulation of the Resolution then the Resolution will lapse and shareholders will not be able to indicate agreement after that date. If you agree to the Resolution, please ensure your agreement reaches us before that date.
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
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.