

Company number: 09032825

**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS AND CLASS CONSENT OF**  
**LAINSTON SECURITIES LIMITED**  
**(the "Company")**

Circulation Date: *25th May* 2021 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the director of the Company proposes that the following resolutions be passed as ordinary or special resolutions as indicated (the "**Resolutions**").

**Class Consent**

1. In accordance with section 630 of the Act we, being the holders of not less than three quarters in nominal value of the issued ordinary shares of £0.50 each in the capital of the Company, hereby irrevocably consent to and sanction the passing of the resolutions numbered 2 to 4 below and every variation, modification or abrogation of the rights, privileges and restrictions attaching to the ordinary shares of £0.50 each as a class of shares that will or may be effected thereby.

**Special Resolutions**

2. **THAT** pursuant to section 21 of the Act, the articles of association attached to this 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 of the Company (the "**New Articles**").

**Ordinary Resolutions**

3. **THAT** the 160 ordinary shares of £0.50 each in the issued share capital of the Company held by Russell Tom Clarke and the 15 ordinary shares of £0.50 each the capital of the Company held by Caroline Louise Broom be, on the registration of the transfer of such shares to Lainston Holdings Limited ("**Registration**"), redesignated as 175 A ordinary shares of £0.50 each in the capital of the Company having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 2 and that in the period from the date of this resolution to the date of Registration, such shares shall have the same rights and be subject to the same restrictions set out in the New Articles that are applicable to the A ordinary shares.
4. **THAT** the 25 ordinary shares of £0.50 each in the issued share capital of the Company held by Richard Burlton be and are hereby redesignated as 25 B ordinary shares of £0.50 each in the capital of the Company having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 2.

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

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

Signed by Lainston Holdings Limited acting by Russell Tom Clarke, a director, as attorney for and on behalf of **RUSSELL TOM CLARKE** under a power of attorney dated 24 May 2021

Signature: .....

Print Name: Russell Tom Clarke

DATED 28<sup>th</sup> May 2021

Signed by Lainston Holdings Limited acting by Russell Tom Clarke, a director, as attorney for and on behalf of **CAROLINE LOUISE BROOM** under a power of attorney dated 24 May 2021.

Signature: .....

Print Name: Russell Tom Clarke

DATED 28<sup>th</sup> May 2021

Signature: .....

Print Name: Richard Burlton

DATED 28<sup>th</sup> May 2021

#### Notes:

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document within the space provided and return it to the Company. Please note that you can choose to agree with all of the Resolutions or none of the Resolutions: you cannot agree/disagree with some.
2. If you are indicating agreement to the Resolutions 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 with your indication of agreement.
3. Please note that once you have agreed to the Resolutions, you may not revoke your agreement.
4. If you do not agree to the Resolutions, you do not have to do anything further: you will not be deemed to agree if you fail to reply.

5. Unless within the period of 28 days beginning with the Circulation Date sufficient agreement has been received for the Resolution to be passed, it will lapse. If you therefore agree to the Resolutions please ensure that it is received by the Company within 28 days of the Circulation Date.