

Company Number 09091898

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

PENULT SF LIMITED (the "Company")

2023 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1 and 2 below be passed as special resolutions (the "**Resolutions**").

SPECIAL RESOLUTIONS

- 1 THAT notwithstanding the terms of article 11(3) of the articles of association of the Company, the sole director of the Company is duly authorised to resolve to approve and circulate these resolutions to the members of the Company and such resolutions of the sole director are hereby ratified.
- 2 THAT the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

Agreement

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

The undersigned, entitled to vote on the above Resolution on the Circulation Date, hereby irrevocably agree to the Resolutions:


.....

24.10.23
.....

A director for and on behalf of

Penult Holdings Ltd

Date

NOTES

1. If you agree to the resolutions, 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 the registered office.

Post: returning the signed copy by post to the registered office.

If you do not agree to the resolutions, 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 resolutions, you may not revoke your agreement.
3. Unless, by 28 days following 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.
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.