

Hayle Harbour Authority Operations Limited
(the "Company")

TUESDAY



Registered in England and Wales with company number 09512806

Written resolutions of the board of directors of the Company dated 14 February 2024 (the "Written Resolutions")

1. WRITTEN RESOLUTIONS

These are Written Resolutions of the board of directors of the Company in accordance with the memorandum and articles of association of the Company (the "Articles").

2. BACKGROUND & PURPOSE

2.1 It is noted that Simon Wright and Rebecca Wright are the current directors of the Company.

2.2 It was further noted that:

2.2.1 Steve Biddlecombe shall deliver a letter consenting to his appointment as a director of the Company, with his appointment effective from the date that these Written Resolutions are passed (the "Appointment"); and

2.2.2 Simon Wright and Rebecca Wright shall each deliver a resignation letter to the Company to resign from office as directors, with their resignations effective from the date that these Written Resolutions are passed (the "Proposed Resignations").

2.3 The purpose of these Written Resolutions is for the Company to consider and, if thought appropriate, to approve:

2.3.1 the Appointment;

2.3.2 the Proposed Resignations; and

2.3.3 all matters relating to the Appointment and the Proposed Resignations.

3. DOCUMENTS

3.1 The directors of the Company have been sent, and have reviewed, the following documents relating to the Appointment and the Proposed Resignations (each a "Document" and together the "Documents"):

3.1.1 the signed consent to act letter from Steve Biddlecombe with respect to his Appointment; and

3.1.2 the draft resignation letters to be signed by Simon Wright and Rebecca Wright with respect to their Proposed Resignations.

3.2 It is noted that the directors have given consideration to their duties and obligations to the Company, including but not limited to the matters referred to in section 172(1) of the Companies Act 2006. The directors of the Company have noted the obligations of the Company under the terms of the Documents.

4. DECLARATION OF INTERESTS

Each director of the Company confirms that they have declared the nature and extent of their interest (if any) in the Appointment and/or the Proposed Resignations for the purposes of section 177 and 182 of the Companies Act 2006, the Articles or otherwise.

5. RESOLUTIONS

The directors of the Company resolve that:

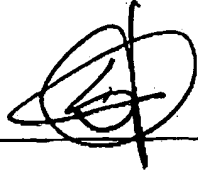
- 5.1 the Appointment be and is hereby approved by the Company with effect from the date hereof;
- 5.2 the Proposed Resignations be and are hereby approved by the Company with effect from the date hereof;
- 5.3 any director of the Company be and is hereby authorised to execute on behalf of the Company any agreements, deeds, certificates, notices or documents that the directors may consider necessary or desirable to consummate the foregoing resolutions;
- 5.4 any director of the Company be and is hereby authorised and instructed to make all necessary and appropriate entries in the books and registers of the Company and to arrange for the necessary filing and returns, including any forms required to be filed with Companies House, in connection with the Appointment and/or Proposed Resignations; and
- 5.5 any director of the Company is authorised generally to do all such acts or things on the Company's behalf that he/she considers in his/her absolute discretion to be necessary or appropriate in connection with the Appointment and/or the Proposed Resignations.

[Signature page follows]

The undersigned, being all the directors of the Company on the date hereof, hereby irrevocably agree to the above resolutions being passed on the date that the last director signs.

These resolutions may be signed in counterpart.

Signed:

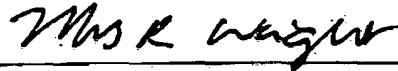


Simon Wright

Date:

14/0/24

Signed:



Rebecca Wright

Date:

14/2/24