

Company number: 09963663

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

**JCB AND SON LTD.
(the "Company")**

Circulation date: **12/05/2021**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (Act), the directors of the Company propose that resolutions 1 and 3 are passed as a special resolution and resolution 2 is passed as an ordinary resolution.

SPECIAL RESOLUTION

1. **THAT** the regulations 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.

ORDINARY RESOLUTION

2. **THAT** subject to the passing of special resolution 1 and the adoption of new articles of association by the Company:

THAT, in accordance with section 618 of the Companies Act 2006, the 2 Ordinary shares of £0.50 each in the issued share capital of the Company be sub-divided into 100 Ordinary shares of £0.01 each.

SPECIAL RESOLUTION

3. **THAT** subject to the passing of resolutions 1 and 2:

- a) **THAT** 50 Ordinary Shares of £0.01 each registered in the name of Jeffrey Charles Buckland be redesignated as 37 A Ordinary Shares of £0.01 each and 13 B Ordinary Shares of £0.01 each.
- b) **THAT** 50 Ordinary Shares of £0.01 each registered in the name of Karen Mary Buckland be redesignated as 37 A Ordinary Shares of £0.01 each and 13 B Ordinary Shares of £0.01 each.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolutions set out in it (Resolutions).

The undersigned, persons entitled to vote on the Resolutions on 12/05/2021 hereby irrevocably agree to the Resolutions.

Signed by Jeffrey Charles Buckland

Date

DocuSigned by:
Jeffrey
9B3DA83EAE69419
12/05/2021

Signed by Karen Mary Buckland

Date

DocuSigned by:
Karen Buckland
19008552C48642F
12/05/2021

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company using one of the following methods:

- By hand: delivering the signed copy to TAG Tax Limited, One Park Row, Leeds, West Yorkshire, LS1 5HN
- Post: returning the signed copy by post to TAG Tax Limited, One Park Row, Leeds, West Yorkshire, LS1 5HN
- E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to..... Please enter "Written resolution dated [CIRCULATION DATE]" in the e-mail subject box.

You may not indicate your agreement to the Resolutions by any other method.

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 after 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.