

Company number 13436039

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

LILYBEE LTD. (the "Company")

FRIDAY



\*ABJØDLYB\*

A04

16/12/2022

#29

COMPANIES HOUSE

06/12/ 2022 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Sole Director of the Company proposes that the following Resolutions are passed as written resolutions (the "Resolutions") (the first as an Ordinary Resolution and the second as a Special Resolution).

ORDINARY RESOLUTION

1. "THAT the Sole Director of the Company be and is hereby authorised generally and unconditionally pursuant to and in accordance with Section 551 of The Companies Act 2006 to exercise all the powers of the Company to allot Shares or to grant rights to subscribe for or convert any Security into Shares in the Company up to an aggregate nominal amount of £205 of A Ordinary Shares of £1 each in the capital of the Company, at any time or times during the period of 5 years from the date hereof save that the Company may, pursuant to this authority, make offers or agreements before the expiry of this authority which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offers or agreements as if the authority conferred by this Resolution had not expired."

SPECIAL RESOLUTION

2. "THAT the Sole Director be and is hereby empowered under Section 570 of the Companies Act 2006 to allot equity securities (as defined in Section 560 of the said Act) for cash pursuant to the authority conferred by Resolution number 1 as if sub-section (1) of Section 561 of the said Act did not apply to any such allotment."

AGREEMENT

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

We, the undersigned, being or representing all the members of the Company for the time being entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Name of members

Signature

Date of signature

Catherine Kennedy

06/12/ 2022

Robert Rennie

06/12/ 2022

## NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated on the previous page and returning it to the Company before the end of the period of 28 days beginning with the Circulation Date (the "**Lapse Period**") using one of the following methods:
  - 1.1 **By Hand:** delivering the signed copy to Richard Leggett, Holmes Mackillop, 21 Stewart Street, Milngavie G62 6BW.
  - 1.2 **Post:** returning the signed copy by post to Richard Leggett, Holmes Mackillop, 21 Stewart Street, Milngavie G62 6BW.
  - 1.3 **Fax:** faxing the signed copy to 0844 824 1931 marked "For the attention of Richard Leggett".
  - 1.4 **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to rleggett@homack.co.uk. Please enter "Written Resolutions" in the e-mail subject box.
  - 1.5 If you do not agree with 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. The Resolutions are passed when the required majority of eligible members have signified their agreement to it.
4. If the Resolutions are not passed before the end of the Lapse Period it will lapse. If the Company receives your signed document after the end of the Lapse Period your agreement to the Resolutions will be ineffective.
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.