

THE COMPANIES ACT 2006

WRITTEN RECORD OF RESOLUTION OF THE SOLE MEMBER OF

PENPARC HOLDINGS LIMITED

REGISTERED NUMBER: 13999817

(the "Company")

1 July
_____ 2022: ("the Circulation Date")

1 July
_____ 2022: ("the Approval Date")

I, the undersigned, being a director of the above Company hereby note that:

- a. the following resolutions, such resolutions to have effect as either ordinary or special resolutions as indicated, were placed before the members of the Company in the form of a written resolution on the Circulation Date;

and

- b. the requisite level of consent required to approve the resolutions was obtained by the Company on the Approval Date and therefore the resolutions were duly passed by members of the Company on that date.

ORDINARY RESOLUTION

- 1 THAT the existing 70 A Ordinary shares of £1.00 each, the 10 B Ordinary shares of £1.00 each and the 20 C Ordinary shares of £1.00 each, together forming the entire issued share capital of the Company be reclassified as 100 Ordinary shares of £1.00 each in the capital of the Company registered in the name of Jollyes Retail Group Limited with the rights and privileges as set out in the articles of association adopted pursuant to resolution two below;

SPECIAL RESOLUTION

- 2 THAT the Company hereby adopts new articles of association in the form of the draft articles of association attached to this written resolution in substitution for and to the entire exclusion of the existing articles of association of the Company.

DocuSigned by:



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Director