

Company number: 14183375

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

E G LEWIS GROUP INDUSTRIAL SERVICES LTD (the "Company")

Circulation Date: 11 August 2022

(Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"))

We, the undersigned, being the members of the Company entitled to vote, hereby pass the following resolutions as special resolutions as if the same had been passed at a general meeting of the Company duly convened and held (together, the "Resolutions").

SPECIAL RESOLUTIONS**1. THAT the:**

- a. acquisition by the Company of the entire issued share capital of E.G. Lewis Holdings Limited (a company owned by Timothy Frazer Lewis) (Transaction); and
- b. entry into all associated documents in relation to the Transaction, including but not limited to the following documents to be entered into by the Company for the purposes of providing credit support to Timothy Frazer Lewis and Sarah Winifred Lewis in respect of liabilities from time to time outstanding (including those liabilities under loan note instruments granted to Timothy Frazer Lewis and Sarah Winifred Lewis or future loans):
 - i. a fixed rate, secured, guaranteed loan note instrument (together with corresponding loan note certificate) creating £11,001,502 loan notes, to be entered into by the Company in favour of Timothy Frazer Lewis;
 - ii. a cross corporate guarantee to be entered into by the Company in favour of Timothy Frazer Lewis and Sarah Winifred Lewis; and
 - iii. a debenture whereby the Company shall grant to Timothy Frazer Lewis and Sarah Winifred Lewis a fixed and floating charge over all assets of the Company,

all of which would constitute a substantial property transaction and requires shareholder approval in accordance with section 190 of the Act, be hereby ratified and approved.

2. **THAT** the articles of association attached and for the purpose of identification marked "A" be and are hereby adopted as the new articles of association of the Company.

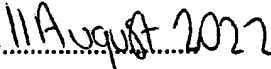
AGREEMENT


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

The undersigned, each a person entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions as indicated above:

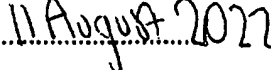
Signed.....

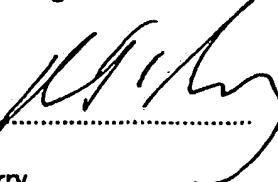
Timothy Frazer Lewis

Date.....

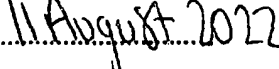
Signed.....

Clare Scoberg

Date.....

Signed.....

Rhys Perry

Date.....

Signed.....

Gareth Summerhayes

Date.....

The undersigned, each a person entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions as indicated above:

Signed.....

Date.....

Timothy Frazer Lewis

Signed.....

Date.....

Clare Scoberg

Signed.....

Date.....

Rhys Perry

Signed.....

11 August 2022
Date.....

Gareth Summerhayes

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated overleaf and returning it to the Company using one of the following methods:
 - By Hand: delivering the signed copy to Corporate, Douglas-Jones Mercer at 16 Axis Court, Mallard Way, Swansea Vale, Swansea SA7 0AJ.
 - Post: returning the signed copy by post to Corporate, Douglas-Jones Mercer at 16 Axis Court, Mallard Way, Swansea Vale, Swansea SA7 0AJ.
2. 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.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, by midnight on the date which is 28 days from the date hereof, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
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.