

COMPANY NUMBER NI625769

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

PORTBANNIS LIMITED

NI625769

("Company")



CIRCULATION DATE

7th July

2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**the Act**), the directors of the Company propose that the following resolutions are passed as ordinary resolutions (**Ordinary Resolution**).

ORDINARY RESOLUTION

1. THAT the provisions of:

a charge deed between the Company and the Lender pursuant to which the Company would secure the obligations and liabilities of Stuart Draffin to Syerla Finance Limited (**the Charge**), which the Company is proposing to execute and enter into be and are hereby approved and (notwithstanding any provisions of the memorandum and articles of association of the Company or any personal interest of any of the directors of the Company be and are hereby empowered, authorised and directed to execute and enter into the Charge.

2. THAT the terms of and the transactions contemplated by the Charge are in the best interests and to the commercial advantage and benefit of the Company and its group for the benefit of its members as whole.

3. THAT any act done or document executed pursuant to resolution 1 and 2 above shall be valid, effective and binding upon the Company notwithstanding any limitation on the borrowing or other powers of the directors of the

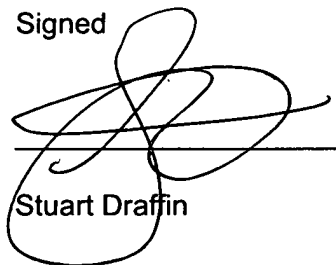
Company contained in or incorporated by reference in the articles of association of the Company (any such limitation being hereby suspended, waived, relaxed or abrogated to the extent requisite to give effect to the foregoing resolutions).

4. AGREEMENT

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

The undersigned, a person entitled to vote on the above resolution, hereby irrevocably agrees to the Ordinary Resolution

Signed



Stuart Driffin

Dated



NOTES

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

- **By Hand:** Delivering the signed copy to the Company's registered office.
- **Post:** Returning the signed copy by post to the Company's registered office address.
- **Fax:** Faxing the signed copy to the Company "For the attention of the Company Secretary".

If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.

3. Unless, by 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, 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.