Company number NI651975

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Charlestown Holdings Limited (the "Company")

4 November 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "Resolution").

SPECIAL RESOLUTION

That the share capital of the Company be reduced from 130,000 divided into 70,000 Preference shares of £1.00 each and £60,000 Ordinary shares of £1.00 (which have been issued and are fully paid up) to £1.00 divided into 1 Ordinary share of £1.00 each.

Such reduction shall be effected by cancelling paid-up share capital on 70,000 Preference shares and 59,999 Ordinary shares and transferring the amount of £129,999 to a distributable reserve.

AGREEMENT

The undersigned, a person entitled to vote on the Resolution

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4 November 2022

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22/11/2022 #1 COMPANIES HOUSE

NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post to << Address >> or by email to << Email Address >> or by fax to << Fax Number >>, in each case marked for the attention of <<Name>>.

You may not return the Resolution to the Company by any other method.

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 << Date 28 Days After 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 on this date.