

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

of

VAUXHALL SQUARE LIMITED

31 December 2023

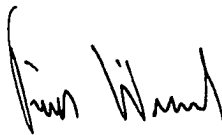
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the above-named company (the "**Company**") propose that the following resolution (the "**Resolution**") is passed as a special resolution:

**SPECIAL RESOLUTION**

**IT WAS RESOLVED THAT:** with effect from the conclusion of the meeting, the draft articles of association produced to the meeting and, for the purposes of identification, attached to this resolution, be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

We, the undersigned, being the sole shareholder entitled to vote on the Resolution on 31 December 2023, hereby irrevocably agrees to the Resolution.

For and on behalf of CLS Holdings plc



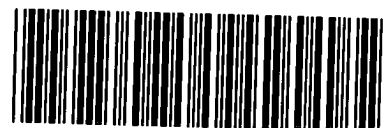
Director

31 December 2023

**NOTES**

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company in hard copy to The Secretary, by e-mail to [dfuller@clsholdings.com](mailto:dfuller@clsholdings.com) or by fax to +44 (0)20 7840 7728 or in electronic form.
2. If by 28 days from the date of the proposed Resolution, sufficient agreement has not been received in order to pass the Resolution, the Resolution will lapse. If you agree to the Resolution; please ensure that your agreement reaches the Company on or before this date.
3. In the case of joint holders, the vote of the first-named in the register of members of the Company, whether in person or by proxy, will be accepted to the exclusion of that of the other joint holders.
4. 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.

WEDNESDAY



\*ACVE2NH6\*

A17

24/01/2024

#28

COMPANIES HOUSE

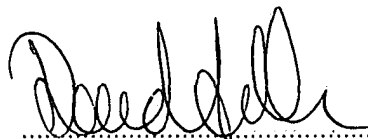
**VAUXHALL SQUARE LIMITED**

Record of written resolution agreed to in accordance with Chapter 2, Part 13 of the Companies Act 2006 which has effect as if passed by the Company in General Meeting.

It is recorded that:

1. The written resolution (the "**Resolution**"), a copy of which is attached, was passed as a special resolution by or on behalf of the sole member of the Company who, at the date of the circulation of the resolution, was entitled to attend and vote at a General Meeting of the Company.

The Resolution was signed by or on behalf of the sole member on 31 December 2023.

A handwritten signature in black ink, appearing to read 'David Fuller', written over a dotted line.

David Fuller  
Secretary

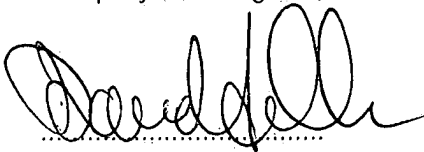
**THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION  
-of-  
VAUXHALL SQUARE LIMITED**

**(Effective 31 December 2023)**

The following resolution was duly agreed to by the sole member of the Company in accordance with Chapter 2, Part 13 of the Companies Act 2006 as a Special Resolution with effect from 31 December 2023.

**SPECIAL RESOLUTION**

**IT WAS RESOLVED THAT:** with effect from the conclusion of the meeting the draft articles of association produced to the meeting and, for the purposes of identification, attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

A handwritten signature in black ink, appearing to read 'David Fuller', written over a dotted line.

David Fuller  
Secretary