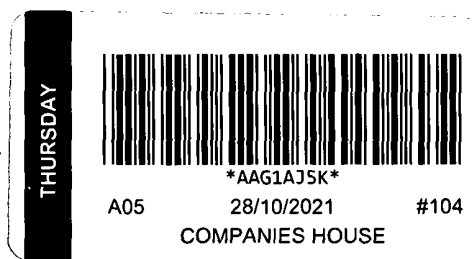


H.B. HOLT & SONS LIMITED
("the Company")
(Company number: 03597439)



WRITTEN RESOLUTIONS OF THE SHAREHOLDERS OF THE COMPANY

The following resolutions are proposed by the Directors of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006:-

ORDINARY RESOLUTIONS


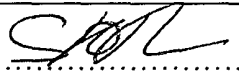
1. **THAT** the terms of, and the transactions contemplated by:-
 - (a) the guarantee proposed to be entered into by, inter alios, the Company and Edwin Holt and Steven Holt ("**the Guarantee**"); and
 - (b) the debenture proposed to be granted by the Company in favour of Edwin Holt and Steven Holt ("**the Debenture**"),be and are hereby approved.
2. **THAT** the entry into by the Company of the Guarantee and the Debenture will promote the success of the Company for the benefit of the members as a whole and that any two directors, or any director in the presence of a witness be authorised to execute the Guarantee and the Debenture as deeds for and on behalf of the Company.

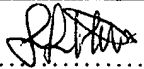
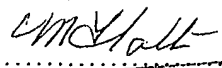
SPECIAL RESOLUTION

3. **THAT** that the regulations contained in the printed document attached to this written resolution and initialled for the purpose of identification by the Chairman of the Company be and are hereby adopted as the articles of association of the Company with effect from the date hereof in substitution for and to the exclusion of all existing articles of association of the Company.

The notes at the end of this document indicate how you can signify your agreement to the above resolutions. Please read those notes.

Each of the undersigned, being the members of the Company entitled to vote on the above resolutions on the first date on which this written resolution is sent or submitted to the members of the Company, **HEREBY AGREES** to the above resolution as indicated below:

<u>Member</u>	<u>Signature of Member</u>	<u>Date</u>
Edwin Terence Holt	 E T Holt	26/10/.....2021
Stuart Michael Holt	 S M Holt	26/10/.....2021

Steven Ian Holt	 S I Holt	26/10/.....2021
Margaret Holt	 M Holt	26/10/.....2021

NOTES:

- (a) These written resolutions are first sent or submitted to the members of the Company on 26 October 2021 ("the circulation date").
- (b) To signify agreement to these written resolutions, a member should sign and date this document and return them to the Company within 28 days of the circulation date using one of the following methods:
- by hand: delivering the signed copy to the Company's registered office.
 - by post: returning the signed copy to Company's registered office.
- A member's agreement to a resolution, once signified, cannot be revoked.
- (c) These written resolutions will lapse if they are not passed before the end of the period of 28 days beginning with the circulation date. A member who signs these written resolutions and returns them to the Company after the expiry of that period will not be regarded as signifying his agreement to these written resolutions.
- (d) In the case of the resolutions referred to at (1) and (2) above, these resolutions will be passed once members representing at least 50% of the total voting rights of the members who would have been entitled to vote on the resolution on the circulation date have signified their agreement to them.
- (e) In the case of the resolution referred to at (3) above, this written resolution will be passed once members representing at least 75% of the total voting rights have signified agreement to it.