

Company No: 11695055

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

SINGULAR TALENT LIMITED (Company)

Circulation Date: 24 JUNE 2021

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

- Resolutions 1 and 2 below are passed as ordinary resolutions (together Ordinary Resolutions); and
- Resolutions 3, 4 and 5 below are passed as special resolutions (together Special Resolutions).

ORDINARY RESOLUTIONS

1. AUTHORITY TO ALLOT

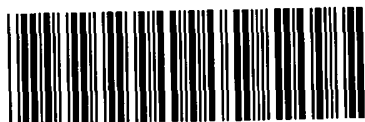
THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006) the directors of the Company (Directors) be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £100 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31st March 2021 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

2. SHARE RECLASSIFICATION

THAT, the 8,525 ordinary shares of £0.1 each in the issued share capital of the Company be reclassified into 8,525 ordinary A shares of £0.1 each, such shares having the same rights and being subject to the same restrictions as the existing ordinary shares of £0.1 each in the capital of the Company as set out in the Company's articles of association proposed to be adopted under resolution 5.

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SPECIAL RESOLUTION

3. SUBDIVISION OF SHARES

THAT, in accordance with section 618 of the Companies Act 2006 the 1,000 Ordinary shares of £0.1 each in the issued share capital of the Company be sub-divided into 10,000 Ordinary shares of £0.1 each in the capital of the Company.

4. DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of resolution 1 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:

- be limited to the allotment of equity securities up to an aggregate nominal amount of £100; and

expire on 31st March 2021 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

5. ARTICLES OF ASSOCIATION

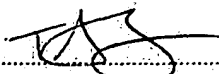
THAT, the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

AGREEMENT

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

The undersigned, a person entitled to vote on the above resolutions on the
24 JUNE 2021, hereby irrevocably agrees to the Ordinary Resolutions and Special Resolutions:

Signed by

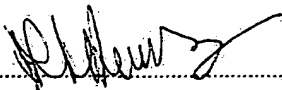


Thomas Froggatt

Date

24 JUNE 2021

Signed by

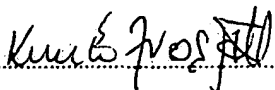


Kirstyn Froggatt

Date

24 JUNE 2021

Signed by



Kim Froggatt

Date

24 JUNE 2021

NOTES

1. You can choose to agree to all of the Ordinary Resolutions and Special Resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

- **By hand:** delivering the signed copy to Greenaway Scott, The Maltings, Cardiff
- **Post:** returning the signed copy by post to Greenaway Scott, The Maltings, Cardiff
- **Email:** by attaching a scanned copy of the signed document to an email and sending it to srantanen@greenawayscott.com. Please type "Written resolutions Singular Talent" in the email subject box.

If you do not agree to all of the resolutions, 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 resolutions, you may not revoke your agreement.

3. Unless by 30th June 2021, sufficient agreement is received for the resolutions to pass, they will lapse. If you agree to the resolutions, 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.