

Company Number: 00662785

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

ROSEWOOD PET PRODUCTS LIMIED

("Company")

.....30 June..... 2022 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 below be passed as a special resolution, resolution 2 below be passed as an ordinary resolution and resolution 3 below be passed as an ordinary resolution ("**Resolutions**").

SPECIAL RESOLUTION

1. **THAT** the regulations contained in the documents attached hereto, and initialled by a director of the Company for identification, are hereby approved and adopted as the articles of association of the Company and in substitution for and to the exclusion of all existing articles of association of the Company ("**New Articles**").

ORDINARY RESOLUTIONS

2. **THAT** the existing 556 A ordinary shares of £1.00 each in the capital of the Company be subdivided into 55,600 A ordinary shares of £0.01 each having the rights and restrictions attaching thereto under the New Articles adopted pursuant to resolution 1 above.
3. **THAT** the existing 6,834 A ordinary shares of £0.01 each in the capital of the Company be redesignated as 6,086 B ordinary shares of £0.01 each and 748 C ordinary shares of £0.01 each in the capital of the Company and each having the rights and restrictions attaching thereto under the New Articles adopted pursuant to resolution 1 above.

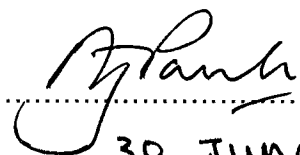
AGREEMENT

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


The undersigned, each a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed by **NEIL JAMES PANTER**

Date:


.....30 June 2022.....

Signed by **BEVERLEY JANE PANTER**


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Date:

.....30 JUNE 2022.....

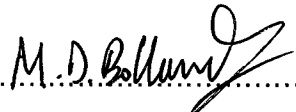
Signed by **NEIL CRUICKSHANK**


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Date:

.....30 JUNE 2022.....

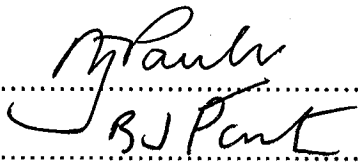
Signed by **MARK BOLLANDS**


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Date:

.....30 JUNE 2022.....

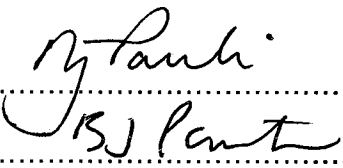
Signed by **NEIL JAMES PANTER** and
BEVERLEY JANE PANTER as the trustees
of the Panter Family Trust for William 2022


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Date:

.....30 JUNE 2022.....

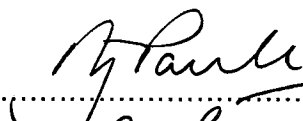
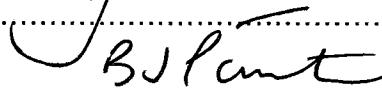
Signed by **NEIL JAMES PANTER** and
BEVERLEY JANE PANTER as the trustees
of the Panter Family Trust for Benjamin 2022


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Date:

.....30 JUNE 2022.....

Signed by **NEIL JAMES PANTER** and
BEVERLEY JANE PANTER as the trustees
of the Panter Family Trust for Isabel 2022


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Date:

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30 JUNE 2022
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NOTES

- 1 If you agree with 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 methods:
 - (a) **By hand:** delivering the signed copy to c/o Sarah Hardman, Squire Patton Boggs (UK) LLP, 6 Wellington Place, Leeds LS1 4AP.
 - (b) **By email:** emailing the signed copy to c/o Sarah Hardman at Sarah.Hardman@squirepb.com with the email headed "Project Tulip – Written Resolutions".
 - (c) **By post:** returning the signed copy by post c/o Sarah Hardman, Squire Patton Boggs (UK) LLP, 6 Wellington Place, Leeds LS1 4AP.

If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

- 1 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 2 Unless, by 28 days following the Circulation Date, sufficient agreement has been 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.
- 3 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.
- 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.