

Company Number 00984993

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

AR CARTWRIGHT LIMITED (the "Company")

Circulation Date 5th April 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (CA2006), the directors of the Company (Directors) propose that the following special resolution be passed:

SPECIAL RESOLUTION

1. Amended Memorandum and Articles of Association

IT WAS Resolved that:

a. article 5. be amended as follows:

"At the date of adoption of these articles, the share capital of the Company is £10,000 divided into:

4,000 Ordinary 'A' shares of £1 each

4,000 Ordinary 'B' shares of £1 each

2,000 Ordinary 'C' shares of £1 each

All classes of shares shall bear the rights respectively accrued to them in the new Memorandum of Association referred to in Resolution 2 below."

b. Article 5.(a) be amended as follows:

"Ordinary 'A', Ordinary 'B' and Ordinary 'C' shares rank pari pasu in all respects, with the exception of dividend rights. The Directors shall be entitled to declare different dividends on different classes of Ordinary shares as they may in their exclusive discretion deem fit from time to time PROVIDED THAT the directors shall be under no obligation whatsoever to declare any dividend and the declaration of a dividend in respect of any class of shares in the capital of the Company shall infer no right on the part of the holder of any other class of share to any part of such dividend."

2. Reclassification of Shares

IT WAS RESOLVED that 150 issued Ordinary A £1.00 Shares in the company, be reclassified into 150 Ordinary C shares of £1.00 each, and that all shares shall rank pari passu in all respects, with the exception of dividend rights. The Directors shall be entitled to declare different dividends on different classes of Ordinary shares as they may in their exclusive discretion deem fit from time to time PROVIDED THAT the directors shall be under no obligation whatsoever to declare any dividend and the declaration of a dividend in respect of any class of shares in the capital of the Company shall infer no right on the part of the holder of any other class of share to any part of such dividend.

3. The issued share capital be divided between the existing and new members as follows:

Mr A S Cartwright	452 Ordinary A £1.00 shares
AR Cartwright Settlement 1998 Trust	1509 Ordinary B £1.00 shares
Mrs MA Cartwright Will Trust	889 Ordinary B £1.00 shares
Mrs Amanda Jayne Cartwright	150 Ordinary C £1.00 shares


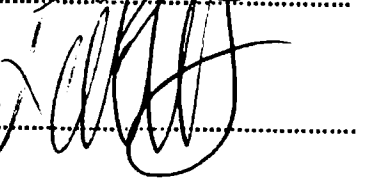
Agreement:

We, the undersigned, being those persons entitled to vote on the resolution at the time the resolution was circulated, irrevocably agree to the resolution.

Signed:



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Mr A S Cartwright


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Mr A Edgington (Trustee)

Miss A Brocklehurst (Trustee)


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Mrs A J Cartwright (Trustee)

Notes:

1. This written resolution has been proposed by the directors of the Company.
2. The circulation date of this written resolution is 5th April 2023.
3. If you agree to the resolution, please signify your agreement by signing against your name where indicated. Please then return the document to the company.
4. As the resolution is a special resolution, it is approved when agreed to by members representing not less than 75% of the total voting rights of eligible members. If not passed by the requisite majority of members, this written resolution shall lapse on 3rd May 2023.
5. Once this resolution has been signed and returned to the Company, your agreement to it may not be revoked.