

Company Number 01757157

**CPM UNITED KINGDOM LIMITED**

(the "Company")

**Written resolution of the Company pursuant to s.281 and Part 13 Ch 2 Companies Act 2006**

Date: 7<sup>th</sup> November 2022 (the "Circulation Date")

In accordance with Part 13 Ch 2 Companies Act 2006 (the "Act"), the directors of the Company propose that the following written resolution is passed as a special resolution (the "**Resolution**").

**SPECIAL RESOLUTION**

THAT:

- (1) the articles of association attached hereto be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company;
- (2) the directors of the Company be generally and unconditionally authorised to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company ("**Relevant Securities**"), up to an aggregate nominal amount of £14,852,965.00 for a period expiring (unless previously revoked, varied or renewed) five years from the passing of the Resolution, but the Company may, before such expiry, make an offer or agreement which would or might require Relevant Securities to be allotted after this authority expires and the directors may allot Relevant Securities in pursuance of such offer or agreement as if this authority had not expired; and
- (3) upon the recommendation of the directors, it is desirable to capitalise the sum of £14,677,965.00, being all of the amount standing to the credit of the Company's capital contribution reserve, and that accordingly the directors be and are hereby authorised and directed to appropriate such sum to the sole member of the Company appearing on the Register of Members of the Company at the close of business on the day before the Resolution is passed (the "**Sole Member**") and to apply such sum on its behalf in paying up in full 14,677,965 new B ordinary shares of £1 each in the capital of the Company (the "**New Shares**"), such New Shares to be allotted and issued, credited as fully paid, to the Sole Member.

**Agreement to the Resolution**

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

The undersigned, being a person entitled on the Circulation Date to vote on the above written resolution, irrevocably agrees to the Resolution.

Signed by ...John Wardle.....  
(print name of signatory)

Signature.....

for and on behalf of

**DAS UK INVESTMENTS LIMITED**

Date: 7<sup>th</sup> November 2022



\*ABGYS1KQ\*

A03

17/11/2022

#224

COMPANIES HOUSE

## NOTES

### *Procedures for signifying agreement*

- 1 If you agree to the Resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company.
- 2 If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you do not reply.

### *Period for agreeing to written resolution*

- 3 Unless, by the end of the period of 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us during that period. Your agreement will be ineffective if received after that date.