

Company No. 2821608

Certified as a true copy

Wendy F Rogers
~~Director~~/Secretary

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

E & S RETAIL LIMITED

(the "Company")

Circulation date: 24 November 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution of the Company.

Special Resolution

THAT the draft articles of association attached to this resolution be and are by this resolution adopted as the articles of association of the Company in substitution for and to the exclusion of all the existing articles of association of the Company (including those provisions of the Company's former memorandum of association incorporated therein pursuant to section 28 of the Companies Act 2006).

Agreement

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

The undersigned, being the sole person entitled to vote on the above resolution on the circulation date (being the only eligible member of the Company for the purposes of section 289 of the Companies Act 2006), irrevocably agrees to the resolution.

For and on behalf of
Hanson Funding (G) Limited

AS Smith
.....
Director

Date: 24 November 2022

THURSDAY



A49 *ABJDXM8B* #82
22/12/2022
COMPANIES HOUSE

NOTES

1. You can choose to agree to all of the 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 methods:

By Hand: delivering the signed copy to the Company Secretary (and marked for their attention) at Hanson Limited, Hanson House, 14 Castle Hill, Maidenhead, SL6 4JJ.

By Post: returning the signed copy by post to the Company Secretary (and marked for their attention) at Hanson Limited, Hanson House, 14 Castle Hill, Maidenhead, SL6 4JJ.

By Fax: faxing the signed copy to 01628 774232 marked "For the attention of the Company Secretary".

By E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to wendy.rogers@hanson.com.

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 sufficient agreement has been received for the resolutions to pass within 28 days of the circulation date, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches the Company 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.