

Registered no: 02908579

THE COMPANIES ACTS

PUBLIC COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

of

NAYLOR INDUSTRIES PLC

At a general meeting of the Company duly convened and held on 1 March 2024
the following special resolutions were passed unanimously by all the members:

SPECIAL RESOLUTION

1. **THAT** the Company be re-registered as a private limited company pursuant to section 97 of the Companies Act 2006 and for that purpose:
 - (b) the name of the Company be changed to Naylor Industries Limited; and
 - (c) the articles of association annexed to the notice (the "**New Articles**") be approved and adopted as the articles of association of the Company in place of the existing articles of association of the Company and that the Company's objects be removed in line with the adoption of the New Articles.
2. **THAT** the current issued share capital of the Company (being 715,675 A ordinary shares of £1.00 each and 348,970 non-voting shares of £1.00 each) be re-designated into 1,064,645 ordinary shares of £1.00 with immediate effect, such shares having the rights and being subject to the restrictions as set out in the New Articles.

DocuSigned by:

Edward Naylor

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Chairman

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