

Company No: 03516925

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

YLEM GROUP LIMITED

("Company")

Written Resolution

1 September **2021**

("Circulation Date")



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as an ordinary resolution and a special resolution:

ORDINARY RESOLUTION

- 1 That the contracts (copies of which have, in accordance with section 696(2) of the Companies Act 2006, been supplied to each of the persons specified below at or before the time at which this resolution was supplied to him for signature) proposed to be made between:
 - 1.1 Jonathan Feingold and the Company for the purchase by the Company of 110,596 A ordinary shares of £0.01 each in the capital of the Company;
 - 1.2 Paul Noland and the Company for the purchase by the Company of 110,596 A ordinary shares of £0.01 each in the capital of the Company; and
 - 1.3 Ian Gadsby and the Company for the purchase by the Company of 176,954 A ordinary shares of £0.01 each in the capital of the Company,be approved and the Company be authorised to enter into them.

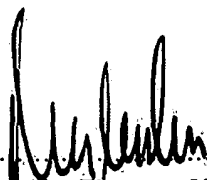
SPECIAL RESOLUTION

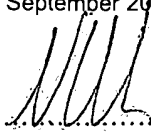
- 2 That new articles of association of the Company in the form attached to this resolution be and are adopted in substitution for and to the exclusion of the existing articles of association of the Company.

AGREEMENT

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

We, being the eligible members of the Company representing not less than the majority of the total voting rights of eligible members of the Company specified in section 282(1) of the Companies Act 2006, hereby irrevocably agree to the resolution.


Signed by **Thomas Martin Joseph Wilhelm**
Date: 2 September 2021


Signed by **Nikolaus Wilhelm**
Date: 2 September 2021

NOTES:

- 1 If you agree with the resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by email by attaching a scanned copy of the signed document to an email and sending it to any director of 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 to the resolution if you fail to reply.
- 3 If you agree with the resolution, please ensure that your agreement reaches us on or before the date which is 28 days from and including the Circulation Date set out above (the "End Date"). If your agreement reaches us after the End Date, it will be ineffective. Further, unless by the End Date sufficient agreement has been received for this resolution to pass, it will lapse.
- 4 Note that, once you have indicated your agreement to the resolution, you may not revoke it.