

# Wintergreen Investment Group LTD

Company number: 03721208

Registered office address: Unit 15c Blackpole East, Blackpole Road,  
Worcester, UK. WR3 8YB

## SHAREHOLDERS' WRITTEN RESOLUTION

**CIRCULATION DATE: 14 November 2023**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, we the undersigned, being all the eligible members who are the holders of the shares giving a right to attend and vote at a general meeting of the Company, hereby resolve that the following special resolutions be duly passed:

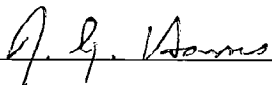
### SPECIAL RESOLUTION

That the existing articles of association of the Company be modified as follows:

1. The model articles of association for private companies limited by shares contained in Schedule 1 to the Companies (Model Articles) Regulations 2008 (SI 2008 No. 3229) as amended by The Mental Health (Discrimination) Act 2013 (the "Model Articles") shall apply to the Company save in so far as they are excluded or modified hereby and such Model Articles and the articles set out below shall be the Articles of Association of the Company (the "Articles")
2. If there is only one director in office, the sole director shall constitute a quorum for a decision, in which circumstances, Model Article 11(2) shall not apply

### AGREEMENT

We, being the eligible members of the Company (as defined in section 289 of the Companies Act 2006) and entitled to vote on this resolution, agree that this resolution be so passed.

Name	No. shares	Signature	Date
John Graham Harris	2 Ordinary £1.00		14 / 11 / 2023

Notes:

1. To signify your agreement to this resolution please sign and date this document where indicated above and return it to the Company. If you do not agree to the resolution you do not need to do anything. You cannot be deemed to agree with the resolution if you have not replied.
2. If you agree to the resolution, please ensure that your signed document is received by the Company no later than 15 November 2023. If the resolution is not passed by this date, it will lapse.
3. Once given, you cannot revoke your agreement.
4. An ordinary resolution requires the signature of members holding more than 50% of the voting shares in order to pass.
5. An 'eligible member' is a holder of shares carrying the right to vote at general meetings unless they are held by the sole director, or a person *connected* to such director.
6. 'Connected' in this context means a person who is a family member of the director, or is a company with which the director is connected, or a trustee of a trust of which the director is a beneficiary, or the partner of a director, or as otherwise defined in sections 252 to 256 of the Companies Act 2006. If you are unsure whether you may be 'connected' to the sole director, you should take appropriate legal advice.