

COMPANY NUMBER: 03872099

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF

CENTREBUS LIMITED (Company)

DATE 17 November 2021 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution (1) below is passed as an ordinary resolution (**Ordinary Resolution**) and resolution (2) below is passed as a special resolution (**Special Resolution**).

ORDINARY RESOLUTION	
(1)	<p>THAT, subject to the passing of resolution (2), the directors are generally and unconditionally authorised, for the purpose of section 551 of the Companies Act 2006 and generally, to exercise all and any powers of the Company to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company to any person, at any time and subject to any terms and conditions as the directors think proper, up to an aggregate nominal amount of £9.00, and this authority shall:</p> <ul style="list-style-type: none"><li>(a) expire (unless previously varied as to duration or renewed by ordinary resolution of the Company) five years after the date on which this resolution is passed, except that the Company may, before such expiry, make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry (and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired); and</li><li>(b) apply insofar as it has not expired or been waived or revoked by ordinary resolution of the Company and shall be in addition to all and any existing authorities to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company that have been granted by ordinary resolution of the Company under section 551 of the Companies Act 2006, to the extent they are unused.</li></ul>

SATURDAY



\*AAHNNUCL\*

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20/11/2021

#149

COMPANIES HOUSE

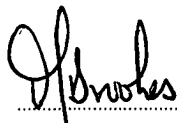
<b>SPECIAL RESOLUTION</b>	
(2)	<p>THAT article 18.3 of the Company's articles of association, along with any other applicable provisions of the Company's articles of association be disapplied and suspended (as if such provisions were deleted from the Company's articles of association) and any and all pre-emption rights to which the current shareholders of the Company may be entitled, howsoever arising (including but not limited to under the Company's articles of association or the Companies Act 2006) be irrevocably waived, so that the directors of the Company are generally empowered to allot the shares pursuant to the authority conferred on them by resolution (1) above without any pre-emption rights or other restrictions applying in respect of the same.</p>

#### AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Ordinary Resolution and the Special Resolution (together the **Resolutions**).

The undersigned, a person entitled to vote on the above resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

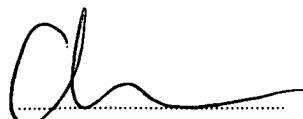
Signed by David Brooks

  
Signature

Date

<sup>17</sup>  
09/11/2021

Signed by Christopher Frank Brown

  
Signature

Date

<sup>17</sup>  
09/11/2021

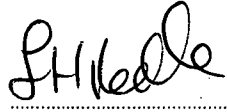
1255  
Signed by Keith Hayward

  
Signature

Date

17 9-11-21

125  
Signed by Julian Henry Peddle

  
Signature

Date

17.11.21

#### 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's solicitors, RJS Solicitors, G4-5 Bellringer Road, Trentham Business Quarter, Stoke on Trent, Staffordshire, ST4 8GB.  
  
**Post:** returning the signed copy by post to the Company's solicitors, RJS Solicitors, G4-5 Bellringer Road, Trentham Business Quarter, Stoke on Trent, Staffordshire, ST4 8GB.  
  
If you do not agree to 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, by 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us 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.