

**Registered number:** 04079213

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

of

**VICTORIAN PLUMBING LTD**

(the "**Company**")

Circulation date: 7 June 2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolutions are passed as resolutions of the Company.

**Ordinary Resolutions**

1. THAT, in substitution for all previous authorities conferred upon the directors pursuant to section 551 of the Act, but without prejudice to the allotment of any relevant securities already made or to be made pursuant to such authorities, the allotment and issue by the directors of the Company of up to 700 ordinary shares of £1.00 each in the capital of the Company through the calendar years of 2011 and 2012 be generally and unconditionally authorised and ratified for the purposes of section 551 of the Act.

**Special Resolution**

2. THAT, subject to the passing of resolution 1, the empowerment of the directors of the Company, pursuant to section 570 of the Act, to allot equity securities (within the meaning of section 560 of the Act) wholly for cash pursuant to the authority conferred by resolution 1 on the date on such equity securities were allotted as if section 561(1) of the Act and Article 11 of the Company's articles of association did not apply to any such allotment, be hereby generally and unconditionally authorised and ratified.

**Agreement**

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

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The undersigned, being the sole person entitled, or who is duly authorised on behalf of the person entitled, to vote on the above resolutions 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 resolutions.

Signed by: 

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*Paul Meehan* .....

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For and on behalf of: **VIPSO Ltd**

Date: 

7 June 2021

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## 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 Connor Shea (and marked for his attention) at Jones Day, 21 Tudor Street, London, EC4Y 0DJ.

By post: sending the signed copy by post to Connor Shea (and marked for his attention) at Jones Day, 21 Tudor Street, London, EC4Y 0DJ.

By e-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to cshea@jonesday.com. Please enter "Written resolutions dated [insert date]" in the e-mail subject box.

If you do not agree to all of the resolution, 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 5.00 p.m. on the date falling 28 days after the circulation date, sufficient agreement has been received for the resolutions to pass, 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.

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.