

Company Number: 04298354
PRIVATE COMPANY LIMITED BY SHARES

Written Resolution

of

Spire Glass Ltd

23 DECEMBER 2022 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the CA 2006, the directors of the Company propose that the Resolutions numbered 1, 2 and 3 are passed as special Resolutions.

DEFINITIONS

CA 2006: Companies Act 2006.

Company: Spire Glass Ltd a company incorporated in England and Wales under registered number 04298354.

Directors: the board of directors of the Company.

SPECIAL RESOLUTION 1

AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £1.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 1 MARCH 2023. ✕

This authority revokes and replaces all unexercised authorities previously granted to the Directors.

SPECIAL RESOLUTION 2

DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of special resolution 1 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by special resolution 1, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:

- (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £1.00; and
- ✕ (b) expire on 1 MARCH 2023 (unless renewed, varied or revoked by the Company prior to or on that date).

SPECIAL RESOLUTION 3

ADOPTION OF NEW ARTICLES OF ASSOCIATION

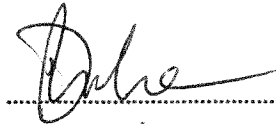
THAT the draft constitution attached to this written Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the three resolutions set out in it (**Resolutions**).

The undersigned, each being persons entitled to vote on the Resolutions on the Circulation Date, each hereby irrevocably agree to the Resolutions.

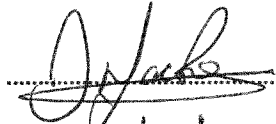
Signed by DEBORAH LOCKE


.....

Date

23/12/22
.....

Signed by IAN LOCKE


.....

Date

23/12/22
.....

Signed by SAMUEL LOCKE


.....

Date

23/12/22
.....

NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

- **By hand:** Delivering the signed copy to Deborah Locke or Ian Locke, company directors.
- **By post:** Returning the signed copy by post to Deborah and Ian Locke, The Beacon Centre, 3, Solar Way, Amesbury, Salisbury SP4 7SZ.
- **By email:** By attaching a scanned copy of the signed document to an email and sending it to debbie@spireglass.com. Please enter "Written resolution" in the email subject box.

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 the date falling 28 days from the Circulation Date, sufficient agreement is received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us as soon as possible.

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.