

Company number: 04366658

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

JOHNSONS AGGREGATES AND RECYCLING LIMITED

(the Company)

Circulation date: 28 May 2021

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006 (the **Act**), the following resolutions are passed as ordinary or special resolutions of the Company (as indicated):





ORDINARY RESOLUTION

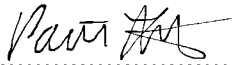
1. **THAT**, in substitution for all existing and unexercised authorities and powers, the directors of the Company be generally and unconditionally authorised for the purpose of section 551 of the Act to exercise all or any of the powers of the Company to allot shares in the Company or to grant rights to subscribe for, or to convert any security into, shares in the Company (such shares and rights being together referred to in this resolution as **Relevant Securities**) up to an aggregate nominal value of £82.60 to such persons at such times and generally on such terms and conditions as the directors may determine (subject always to the articles of association of the Company), provided that this authority shall expire on the day before the fifth anniversary of the date on which this resolution is passed save that the directors of the Company may, before the expiry of such period, make an offer or agreement which would or might require Relevant Securities to be allotted after the expiry of such period and the directors of the Company may allot Relevant Securities in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired.

SPECIAL RESOLUTION

2. **THAT** the articles of association of the Company attached to this resolution be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

The persons named below, being the persons eligible to vote on the above resolutions on the circulation date, irrevocably agree to each of those resolutions.

 Steven David Johnson	28 May 2021 Date
 Helen Maria Johnson	28 May 2021 Date
 Paul Warwick Capell	28 May 2021 Date
 Phillip David Wood	28 May 2021 Date



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Signed by BGF Investments LP acting by its manager
BGF Investment Management Limited acting by its
attorney Jonathan Gareth Earl

28 May 2021

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Date

NOTES:

1. If you agree with the resolutions, please sign and date this document and return it to the Company using one of the following methods:
 - **By hand:** delivering the signed copy to the Company secretary, Mrs Helen Maria Johnson, at Johnsons Recycling Centre, Crompton Road, Off Merlin Way, Ilkeston DE7 4BG.
 - **Post:** returning the signed copy by post to the Company secretary, Mrs Helen Maria Johnson, at Johnsons Recycling Centre, Crompton Road, Off Merlin Way, Ilkeston DE7 4BG.

If you do not agree with 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. The resolutions set out above will lapse if the required majority of eligible members have not signified their agreement to them by the end of the period of 28 days beginning with the circulation date set out above. If you agree to the resolutions, please ensure that your agreement reaches us before that date.
4. 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.