

Company Number 04563386

PORNIC LIMITED
*B3 Kingfisher House, Team Valley,
Gateshead, Tyne & Wear, England, NE11 0JQ
Incorporated in England and Wales*

(the “Company”)

WRITTEN RESOLUTIONS OF THE MEMBERS OF THE COMPANY

25 March 2024 (the “Circulation Date”)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (“CA 2006”), the sole Director of the Company proposes that the following resolutions are passed as written resolutions of the Company (“Resolutions”), with Resolution 1 and Resolution 2 both having effect as special resolutions.

SPECIAL RESOLUTIONS

1 ADOPTION OF NEW ARTICLES

THAT, the draft articles of association attached to these Resolutions be and are hereby approved and 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 (“New Articles”).

2 REDESIGNATION OF SHARES

THAT, the (i) 7500 ordinary voting non-participating shares of £0.01 each in the share capital of the Company be redesignated into 7500 A Shares of £0.01 each in the share capital of the Company, having the rights attaching to them as set out in the New Articles, and (ii) 20,000 ordinary participating non-voting shares of £0.05 each in the share capital of the Company be redesignated into 20,000 B Shares of £0.05 each in the share capital of the Company, having the rights attaching to them as set out in the New Articles.

AGREEMENT

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

The undersigned, being the members of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:



Name: **Daniel Metcalfe**

Date: 25 March 2024



Name: **Michelle Metcalfe**

Date: 25 March 2024

NOTES

1. You can choose to agree to both of the Resolutions or neither of them, but you cannot agree to only one of them. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using the following delivery method:

By DocuSign: by inserting your e-signature to a copy of this document provided to you by via DocuSign and clicking "Finish".

Please note that return of this document will not be accepted by fax.

2. 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.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, 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 us before or during this date.
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.

Schedule – Articles of Association