

Company Number: 04869930

W P Commercials Limited
(the "Company")

WRITTEN RESOLUTION OF THE MEMBERS OF

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as ordinary resolutions and special resolutions of the Company.

ORDINARY RESOLUTIONS:

1. that, subject to the passing of the Special Resolution, the director shall have the powers given by section 550 Companies Act 2006 to allot Ordinary Shares of £1 each and all class of Ordinary Shares of £1 each in the capital of the Company or to grant rights to subscribe for or to convert any security into such shares.
2. that, subject to the passing of the Special Resolution, authorisation of any matter which would otherwise infringe the duty of a director of the Company to avoid a situation in which he has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company may be given by the director in accordance with section 175(5)(a) Companies Act 2006.
3. that, re-designation of 174 C Ordinary Shares of £1 each into 174 B Ordinary Shares of £1 each held by Mr. W. M. Paternoster be and hereby approved;
4. that, action of the directors of the Company ratifying the re-designation of 100 Ordinary Shares of £1 each into 50 A Ordinary Shares of £1 each held by Mr. W. M. Paternoster and 50 B Ordinary Shares of £1 each held by Mr. L. Paternoster with effect from 1st June 2015 be and hereby approved;

SPECIAL RESOLUTIONS

5. that the articles of association of the Company be amended by deleting all the provisions of the Company's memorandum of association which, by virtue of section 28 Companies Act 2006, are to be treated as part of the Company's articles of association;
6. that the articles of association 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.

Dated: 14/09/2023


AGREEMENT


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


We, the undersigned, being the person entitled to vote on the above resolution, irrevocably agree to such resolutions:


Wayne Paternoster


Lisa Paternoster


A L Smith


H Paternoster


C Paternoster

WEDNESDAY



ACFVYY5F

A18

08/11/2023

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COMPANIES HOUSE

NOTES:

1. Shareholders who wish to agree to such Resolution should signify their agreement; sign and return this document to **Fre-Mel Farm Comp Lane, Offham, West Malling, Kent, ME19 5PP**, marked for the attention of **Director**; or
2. If you do not agree to the Resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply.
3. If sufficient agreement is not received by the 28th, say following the date of circulation; then this Resolution will lapse and Shareholder(s) will not be able to indicate agreement after that date. If you agree to the Resolution, please ensure that your agreement reaches us before that date.
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
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.