

Company Number: 05820567

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF

ROLLFOLD HOLDINGS LIMITED

(the "Company")

On 21 June 2021, the following written resolutions were passed as special resolutions in accordance with Chapter 2 of Part 13 of the Companies Act 2006.

SPECIAL RESOLUTIONS

1. That the articles of association attached to this written resolution be adopted as the Company's articles of association in substitution for, and to the exclusion of, the Company's existing articles of association.
2. That, in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in the articles of association of the Company, which by virtue of section 28 of the Companies Act 2006 is treated as a provision of the Company's articles of association, is hereby revoked and deleted.
3. That, subject to the passing of Resolutions 1 and 2:
 - (a) the directors are authorised to action:
 - (i) the capitalisation of the sum of £21,483,540 standing to the credit of the Company's capital contribution and other reserves in the sums of £7,000 and £21,476,540 respectively;
 - (ii) the application of this capitalised sum in fully paying up at premium of £21,483,539.99, 1 ordinary share of £0.01 in the capital of the Company (the "New Share"); and
 - (iii) the allotment and issue of the New Share, credited as fully paid up, to the holder of the Company's ordinary shares whose name appears in the Company's register of members as at the time of this resolution;
 - (b) the New Shares rank *pari passu* with the Company's existing ordinary shares.
4. That, subject to the passing of Resolutions 1, 2 and 3:
 - (a) the Company's share capital is reduced by cancelling and extinguishing:
 - (i) 199,901 of the issued ordinary shares of £0.01 each in the capital of the Company, leaving 100 ordinary share of £0.01;
 - (ii) 300,000 of the issued A ordinary shares of £0.01 each in the capital of the Company, leaving zero A ordinary shares in issue; and
 - (iii) 22,224 of the issued B ordinary shares of £0.01 each in the capital of the Company, leaving zero B ordinary shares in issue;
 - (iv) reducing its share premium account from £21,982,762.99 to zero; and
 - (b) the directors are authorised to do anything necessary or desirable to implement resolution 4(a).

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David Balfour

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Director