

Company Number 06358397

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

LAVER REGENERATION GROUP LIMITED (the “Company”)

Circulation Date 20 December 2023 (“Circulation Date”)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the “Act”), the directors of the Company propose that resolutions 1 and 2 below be passed as ordinary resolutions and resolution 3 as a special resolution (the “Resolutions”).

ORDINARY RESOLUTIONS

- 1. THAT the share capital of the Company is reorganised by re-designating the one thousand ordinary B shares of £0.01 each registered in the name of Laver Regeneration Holdings Limited (a company incorporated in England and Wales with registered number 06281846) as one thousand ordinary shares of £0.01 each.
- 2. THAT the one thousand ordinary shares of £0.01 each in the issued share capital of the Company (as re-designated pursuant to resolution 1 above) be consolidated into ten ordinary shares of £1.00 each, such shares having the same rights and being subject to the same restrictions as set out in the articles of association to be adopted by the Company in accordance with resolution 3 below.

SPECIAL RESOLUTION

- 3. THAT the articles of association attached to the Resolution be and are hereby approved and adopted with immediate effect 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.

AGREEMENT

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

The undersigned, being the sole member entitled to vote on the Resolutions on the Circulation Date, hereby agrees to the Resolutions.

Signature  80F8730C16D0442...
Print name: Mark Bower
Director duly authorised for and on
behalf of Laver Regeneration Holdings Limited
Date: 20 December 2023.....

NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by one of the following methods:
 - 1.1 by signing and dating this document where indicated above and returning either:
 - 1.1.1 by e-mail: by sending a scanned copy of the signed and dated Resolutions to simon.procter@shoosmiths.com; or
 - 1.1.2 by hand: by delivering the signed and dated Resolutions to Shoosmiths LLP, Platform, New Station Street, Leeds, LS1 4JB marked "For the attention of Simon Procter"; or
 - 1.1.3 by post: by returning the signed and dated Resolutions by post to Shoosmiths LLP, Platform, New Station Street, Leeds, LS1 4JB marked "For the attention of Simon Procter".
- 2 If you are indicating agreement to the Resolutions on behalf of a company or person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority with your indication of agreement.
- 3 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.
- 4 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 5 When sufficient agreement has been received for the Resolutions to pass, they will be deemed passed. Unless within the period of 28 days beginning with the Circulation Date sufficient agreement has been received for the Resolutions to pass, the Resolutions will lapse.