

Company Number: 6776742

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of

STEPNELL DEVELOPMENTS LIMITED (the “Company”)

[22 August] 2022 (the “Circulation Date”)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions set out below are passed as special resolutions (the “Resolutions”).

SPECIAL RESOLUTION

1. THAT each of the 375,001 A Ordinary Shares of £10 in the Company held by the persons set out in Schedule 1 be converted into one B Ordinary Share of £10 each in the Company having the rights and restrictions set out in the Articles of Association of the Company as amended pursuant to Resolution 3 below.
2. THAT each of the 374,999 A Ordinary Shares of £10 in the Company held by the persons set out in Schedule 2 be converted into one C Ordinary Share of £10 each in the Company having the rights and restrictions set out in the Articles of Association of the Company as amended pursuant to Resolution 3 below.
3. THAT the Articles of Association attached to this Resolution be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the Company's existing Articles of Association.

AGREEMENT

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

We, the undersigned, being the only persons entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions.

SDL - Step 2(a)

Signed by Peter Guy Wakeford

DocuSigned by:
Peter Wakeford
3B53A68B62084DB...
22 August 2022
Date

Signed by Catherine Elizabeth Wakeford

DocuSigned by:
Catherine Wakeford
F33119FEE2554EB...
22 August 2022
Date

Signed by Thomas Bosworth Wakeford

DocuSigned by:
Thomas Wakeford
D1C54A0EA15B405...
22 August 2022
Date

Signed by David Wakeford

DocuSigned by:
David Wakeford
77B1A480323946E...
22 August 2022
Date

Signed by Edward Wakeford

DocuSigned by:
Edward Wakeford
8E472855BF1E4A0...
22 August 2022
Date

Signed by Lindsay Wakeford

DocuSigned by:
Lindsay Wakeford
3E950C9C692240C...
22 August 2022
Date

Signed by Thomas wakeford
as a trustee for Amelia R Wakeford

DocuSigned by:
Thomas Wakeford
D1C54A0EA15B405...
22 August 2022
Date

Signed by Thomas wakeford
as a trustee for Beatrice A Wakeford

DocuSigned by:
Thomas Wakeford
D1C54A0EA15B405...
22 August 2022
Date

SDL - Step 2(a)

Signed by Thomas Wakeford
as a trustee for Henry B Wakeford

DocuSigned by:
Thomas Wakeford
D1C54A0EA15B4D5...

22 August 2022
Date

Signed by Edward wakeford
as a trustee for Rory G P Wakeford

DocuSigned by:
Edward Wakeford
8E472855BF1E4A0...

22 August 2022
Date

Signed by Edward wakeford
as a trustee for Hugh C D Wakeford

DocuSigned by:
Edward Wakeford
8E472855BF1E4A0...

22 August 2022
Date

Signed by Peter Wakeford
as a trustee for The P.G and C.E Wakeford
Family Trust 2019

DocuSigned by:
Peter Wakeford
3B53A68B62084DB...

22 August 2022
Date

Signed by Eleanor Mary Caroline Wakeford

DocuSigned by:
Eleanor Mary Caroline Wakeford
BBF5FC4A8035428...

22 August 2022
Date

Signed by Mark Robert Wakeford

DocuSigned by:
Mark Wakeford
271824B2E40F482...

22 August 2022
Date

Signed by James Richard Wakeford

DocuSigned by:
James Richard Wakeford
183C1F83365349A...

22 August 2022
Date

SDL - Step 2(a)

Signed by Harriet Wakeford

DocuSigned by:
Harriet Wakeford
E89E1B0F6E4042B...

22 August 2022

Date

Signed by Joanna Wakeford

DocuSigned by:
Joanna Wakeford
66850E8549DE4F5...

22 August 2022

Date

Signed by Mark wakeford
as a trustee for Mrs J B Wakeford Will Trust

DocuSigned by:
Mark Wakeford
271324B2EA9F492...

22 August 2022

Date

Signed by Nicky Wakeford

DocuSigned by:
Nicola Wakeford
F4179A67CC803417...

22 August 2022

Date

Signed by Hannah Wakeford

DocuSigned by:
Hannah Wakeford
604645DD771344B...

22 August 2022

Date

Signed by James Richard wakeford
as a trustee for Isabella Philly Wakeford

DocuSigned by:
J.R. Wakeford
185C1F83365349A...

22 August 2022

Date

Signed by James Richard wakeford
as a trustee for Scarlett Alice Wakeford

DocuSigned by:
J.R. Wakeford
185C1F83365349A...

22 August 2022

Date

Signed by Imogen Belinda Wakeford

DocuSigned by:
I. Wakeford
A8C17F43CCAE417...

22 August 2022

Date

SDL - Step 2(a)

Signed by Joanna Wakeford
as a trustee for Alexandra Beth Wakeford

DocuSigned by:
Joanna Wakeford
66850E8649DE4F6...

22 August 2022

Date

Signed by Joanna Wakeford
as a trustee for Catriona Madeleine Wakeford

DocuSigned by:
Joanna Wakeford
66850E8549DE4F8...

22 August 2022

Date

Signed by Joanna Wakeford
as a trustee for Clara Robin Wakeford

DocuSigned by:
Joanna Wakeford
66850E8549DE4F5...

22 August 2022

Date

Signed by Lucy Wakeford

DocuSigned by:
Lucy Wakeford
66850E8549DE4F5...

22 August 2022

Date

Signed by Emma Charlotte Wakeford

DocuSigned by:
Emma Wakeford
41DF0B70F85F496...

22 August 2022

Date

Signed by Patricia Margaret Wakeford

DocuSigned by:
Patricia Wakeford
61380670A6C6458...

22 August 2022

Date

Signed by William Wakeford

DocuSigned by:
William Wakeford
25048CF9301A42D...

22 August 2022

Date

NOTES

1. 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 by hand or post to the Company's registered office address or by email to either Mark.Wakeford@stepnell.co.uk or Edward.Wakeford@stepnell.co.uk.
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, by 28 days after the Circulation Date, your agreement has been received, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

Schedule 1

Shareholders	Number of A Ordinary Shares of £10 each
Peter Guy Wakeford	11
Catherine Wakeford	10
Peter Wakeford and Catherine Wakeford as trustees of the P.G & C.E Wakeford Family Trust 2019	59,296
Thomas Bosworth Wakeford	10,234
Lindsay Wakeford	65,000
Thomas Wakeford, Lindsay Wakeford and Edward Wakeford as trustees for Beatrice A Wakeford	15,000
Thomas Wakeford, Lindsay Wakeford and Edward Wakeford as trustees for Amelia R Wakeford	15,000
Thomas Wakeford, Lindsay Wakeford and Edward Wakeford as trustees for Henry B Wakeford	15,000
Edward Wakeford	40,216
Eleanor Mary Caroline Wakeford	50,000
Edward Wakeford, Eleanor Wakeford and Thomas Wakeford as trustees for Hugh C D Wakeford	15,000
Edward Wakeford, Eleanor Wakeford and Thomas Wakeford as trustees for Rory G P Wakeford	15,000
David Wakeford	75,234
Total	375,001

Schedule 2

Shareholders	Number of A Ordinary Shares of £10 each
Patricia M Wakeford	10
Mark Robert Wakeford	81,439
Nicky C Wakeford	19,040
Emma Charlotte Wakeford	11,501
Hannah Wakeford	11,501
Lucy Wakeford	11,501
James Richard Wakeford	47,511
Harriet Wakeford	47,511
James Richard Wakeford, Harriet Wakeford and Ian Wakeford as trustees for Isabella Philly Wakeford	9,239
James Richard Wakeford, Harriet Wakeford and Ian Wakeford as trustees for Scarlett Alice Wakeford	9,238
William Wakeford	9,239
Joanna Wakeford	75,982
Ian Wakeford, Joanna Wakeford and Mark Wakeford as trustees for Alexandra Beth Wakeford	6,929
Ian Wakeford, Joanna Wakeford and Mark Wakeford as trustees for Catriona Madeleine Wakeford	6,928
Ian Wakeford, Joanna Wakeford and Mark Wakeford as trustees for Clara Robin Wakeford	6,929
Imogen Belinda Kate Wakeford	6,929
Mark Wakeford and James Richard Wakeford as trustees of the Mrs J B Wakeford Will Trust	13,572
Total	374,999