

Circulation Date: 21 August 2023

Company Number: 07315156

SELLECTRONICS LTD (the "Company")

WRITTEN RESOLUTION

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that resolutions 1 to 3 below be passed as ordinary resolutions and resolutions 4 to 6 be passed as special resolutions (the "**Resolutions**");

Ordinary Resolutions

1. THAT, in accordance with section 618 of the Companies Act 2006, the 50 A ordinary shares of £1 each in the issued share capital of the Company be sub-divided into 500 A ordinary shares of £0.10 each, such shares having the rights and being subject to the restrictions as set out in the Company's articles of association for the time being.
2. THAT, in accordance with section 618 of the Companies Act 2006, the 50 B ordinary shares of £1 each in the issued share capital of the Company be sub-divided into 500 B ordinary shares of £0.10 each, such shares having the rights and being subject to the restrictions as set out in the Company's articles of association for the time being.
3. THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £33.30 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the first anniversary of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

Special Resolutions

4. THAT, each of the 500 B ordinary shares of £0.10 in the capital of the Company be and is hereby redesignated as an A ordinary share of £0.10 in the capital of the

Company having the rights and being subject to the restrictions set out in the articles of association adopted pursuant to resolution 4.

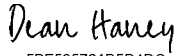
5. THAT, the draft form of articles of association attached to these Resolutions be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company.
6. THAT, subject to the passing of resolution 3 and in accordance with section 570 of the Companies Act 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authority conferred by resolution 3, as if section 561(1) of the Companies Act 2006 did not apply to any such allotment, provided that this power shall:
 - a. be limited to the allotment of equity securities up to an aggregate nominal amount of £33.30; and
 - b. expire on the first anniversary of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

Important:

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

The undersigned, being the sole shareholders entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

Signed:

DocuSigned by:

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A director for and on behalf of **DEEJAY
COMMERCIAL LIMITED**

Date: 21 August 2023

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document via the DocuSign link sent to you.
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 sufficient agreement has been received for the Resolutions to pass, they will lapse on the twenty eighth (28th) day after the Circulation Date. If you agree to the Resolutions, please ensure that your agreement reaches us before or by this date.
5. Once you have signified your agreement to the Resolutions such agreement cannot be revoked.