

**GENTIANE GROUP LIMITED (the "Company")**

**A PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS OF THE MEMBERS**

**Circulation Date:** ..... 26<sup>TH</sup> OCTOBER ..... **2021**

**Date Passed:** ..... 26<sup>TH</sup> OCTOBER ..... **2021**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose and recommend that the following resolutions numbered 1, 2, 3 and 4 are passed as special resolutions of the members of the Company (numbers 1, 2, 3 and 4 together the "**Resolutions**"):

**SPECIAL RESOLUTIONS**

1. IT IS RESOLVED THAT the Articles of Association set out in the document attached to these resolutions be 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.
2. IT IS RESOLVED THAT the 200 ordinary shares of £1 each in the share capital of the Company (also known as ordinary A shares) held by Jonathan Lindsey Sharp be hereby designated or re-designated (as the case may be) as 'A' ordinary shares, so that Jonathan Lindsey Sharp holds 200 'A' ordinary shares of £1 each in the capital of the Company.
3. IT IS RESOLVED THAT the 100 ordinary shares of £1 each in the share capital of the Company (also known as ordinary B shares) held by Howard Mark Grundy be hereby designated or re-designated (as the case may be) as 'B' ordinary shares, so that Howard Mark Grundy holds 100 'B' ordinary shares of £1 each in the capital of the Company.
4. IT IS RESOLVED THAT the 100 ordinary shares of £1 each in the share capital of the Company (also known as ordinary C shares) held by Sandra Jayne Grundy be hereby designated or re-designated (as the case may be) as 'C' ordinary shares, so that Sandra Jayne Grundy holds 100 'C' ordinary shares of £1 each in the capital of the Company.

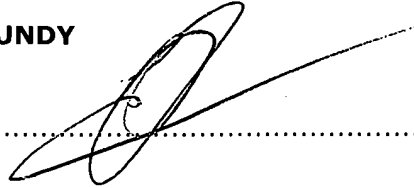
**Agreement: Please read the notes at the end of this document before signifying your agreement to the Resolutions.**

The undersigned, being the persons entitled to vote on the Resolutions on the Circulation Date set out above, hereby irrevocably agree to the passing of the Resolutions.



Signed by **HOWARD MARK GRUNDY**

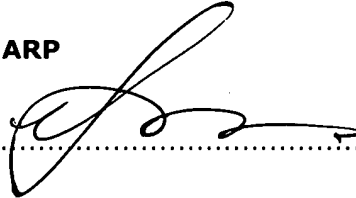
**Member**



Date of signature: ..... 26<sup>TH</sup> OCTOBER ..... 2021

Signed by **JONATHAN LINDSEY SHARP**

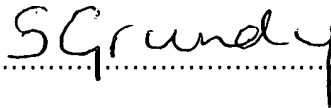
**Member**



Date of signature: ..... 26<sup>TH</sup> OCTOBER ..... 2021

Signed by **SANDRA JAYNE GRUNDY**

**Member**



Date of signature: ..... 26<sup>TH</sup> OCTOBER ..... 2021

**Notes:**

1. You can agree to all of the Resolutions, but you cannot agree to some only of them. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document above and then return it to the Company by delivering it by hand to or posting it to Gentiane Group Limited at Leofric House, Binley Road, Coventry, West Midlands CV3 1JN.
2. If you do not agree to all of the Resolutions you do not need to do anything: you will not be deemed to have agreed to the Resolutions by failing to reply.
3. Once you have indicated your agreement to all of the Resolutions you may not revoke that agreement.
4. Unless within 28 days of the Circulation Date noted at the beginning of this document sufficient agreement has been received for the Resolutions to pass, the Resolutions will lapse. If you do agree to all of the Resolutions, please ensure that this document, duly signed and dated as explained in Note 1 above, is received by Gentiane Group Limited at Leofric House, Binley Road, Coventry, West Midlands CV3 1JN within 28 days of the Circulation Date.
5. If you are signing this document on behalf of a person under a power of attorney or other similar authority, you must send a certified copy of that power of attorney or other authority when returning this document.