

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

of



DOWN TO EARTH (WALES) LTD ("the Company")

Company No. 8876281

Passed on the 1st day of March 2022

The signatories to this Resolution, being a simple majority of all members of the above-mentioned Company (which is a private company) entitled to attend and vote at a general meeting of the Company called for the purpose of passing these Resolutions, make this Written Resolution, pursuant to section 288 of the Companies Act 2006.

IT WAS RESOLVED THAT:

The terms of the contract proposed to be made between SIMON WORTHINGTON (the Seller) and the Company for the purchase of 50 A Ordinary shares in the Company, on the terms set out in the copy of the contract produced to this meeting, and for the purpose of identification only signed by the chairman of the meeting, are hereby authorised.

If and in so far as any provision of the Company's Articles of Association would (but for this Resolution) have to be complied with before the terms of the proposed contract may properly be fulfilled, such provision shall be waived.

Signed

A handwritten signature in black ink, appearing to be 'Richard Davies', written over a dotted line.

RICHARD DAVIES

**FIRST CORPORATE
UNIT 12, GREENWAY FARM
BATH ROAD
WICK
BRISTOL, BS30 5RL**