

Company Number: 08960895

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTION
OF
SHEEPY MAGNA LIMITED
(the "Company")**

PASSED ON 4th APRIL 2024

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company proposes that the following resolution is passed as a special resolution (the "Resolution").

SPECIAL RESOLUTION

1. It is noted that the Resolution is being proposed in connection with a proposed reduction of the Company's share capital and is supported by a Solvency Statement made for the purposes of Section 642 of the Companies Act 2006 (the 'Solvency Statement'). A copy of the signed Solvency Statement accompanies this Resolution.

2. It is resolved that, subject to the approval of the Registrar of Companies, the capital of the Company be reduced by £4,000,000 from £4,000,101 to £101 and that such reduction be effected by the cancellation of 4,000,000 redeemable preference shares of £1 each registered in the names of Anna Sian SMITH (1,999,819 shares) and John Charles Pennington SMITH (2,000,181 shares), and the amount so reduced be repaid immediately (without first being credited to any reserve of the Company) to the Company's shareholders giving rise to the following repayments:

Shareholder	£
Anna Sian SMITH	1,999,819
John Charles Pennington SMITH	2,000,181

3. It is noted that the Resolution, if passed, will be filed with the Registrar of Companies together with a copy of the Solvency Statement, a Directors Statement (under Section 644(5) of the Companies Act 2006) and a statement of capital (Companies House Form SH19) in respect of the reduction noted above, within 15 days of the date on which the Resolution is passed.

AGREEMENT

The undersigned, the persons entitled to vote on the Resolution on 4 April 2024, hereby irrevocably agree to the Resolution:

Anna Sian SMITH 

John Charles Pennington SMITH 

Date 4th April 2024