

Written Resolutions

of

Just Rec Limited (the "Company")

Company No. 09360372

12 May

2021 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company ("Directors") propose that the resolution 1 is passed as an ordinary resolution and resolution 2 as a special resolution (as indicated) (the "Resolutions"):-

ORDINARY RESOLUTION

1. THAT, subject to the passing of resolution 2, in accordance with section 551 of the Act, the Directors be unconditionally authorised to allot 6,666 C Ordinary shares of £0.01 each and up to an aggregate nominal amount of £66.66 each having the respective rights and subject to the respective restrictions set out in the articles of association of the Company. Unless renewed, varied or revoked by the Company, this authority shall expire on fifth anniversary of the date 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 is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act.

SPECIAL RESOLUTION

2. THAT, subject to the passing of resolution 1 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act 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 £66.66; and
 - b. expire on the fifth anniversary of the date 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.

Agreement

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

The undersigned, being those entitled to vote on the Resolutions as at the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed:

Wayne David Smith

Name of Shareholder: **Wayne David Smith**

Date:

12 May

Signed:

Stephen James Sweeney

Name of Shareholder: **Stephen James Sweeney**

Date:

12 May

Notes

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company using one of the following methods:-

By hand: delivering the signed copy to Sean FitzGerald of Ward Hadaway, The Observatory, Chapel Walks, Manchester, M2 1HL

Post: returning the signed copy by post to Sean FitzGerald of Ward Hadaway, The Observatory, Chapel Walks, Manchester, M2 1HL

Email: by attaching a scanned copy of the signed document to an e-mail and sending it to Sean.FitzGerald @wardhadaway.com

You may not return the Resolutions to the Company by any other method. 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.

2. Once you have indicated your agreement to the Resolutions by signing the Resolutions, you may not revoke your agreement.
3. Resolution 1 is an ordinary resolution and, to be passed, require members holding a simple majority of the total voting rights of eligible members to vote in favour of them by 28 days from the Circulation Date. Resolution 2 is a special resolution and, to be passed, requires members holding not less than 75 per cent of the total voting rights of eligible members to vote in favour of them by 28 days from delivery. Unless, by 28 days from the Circulation Date, sufficient agreement has been received for the Resolutions to pass, your agreement will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on

this date.

4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.

Print Copy.

PRIVATE COMPANY LIMITED BY SHARES

Written Resolutions

of

Just Rec Limited (the "Company")

Company No. 09360372

Passed on 12 May 2021.

The following resolutions were duly passed in the case of the first resolution as an ordinary resolution and in the case of the second resolution as a special resolution on

12 May 2021 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTION

1. THAT, subject to the passing of resolution 2, in accordance with section 551 of the Act, the Directors be unconditionally authorised to allot 6,666 C Ordinary shares of £0.01 each and up to an aggregate nominal amount of £66.66 each having the respective rights and subject to the respective restrictions set out in the articles of association of the Company. Unless renewed, varied or revoked by the Company, this authority shall expire on fifth anniversary of the date 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.

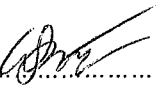
This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act.

SPECIAL RESOLUTION

2. THAT, subject to the passing of resolution 1 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act 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 £66.66; and

- b. expire on the fifth anniversary of the date 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.

Signed

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

Director

