

Print Copy**Written Resolution****of**
FYLDE**HYDRO SOLUTIONS FYDLE LTD (the "Company")**

WH

Company No. 09612888

Passed on 9 May 2023.

The following resolutions were duly passed as ordinary resolutions on 9 May 2023 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTIONS

1. THAT the terms of an agreement between the Company and James Michael Heaton ("JH") for the purchase by the Company from JH of 3,100 ordinary shares of £0.01 each (the "**Ordinary Shares**") (2,686 of which are to be redesignated as deferred shares of £0.01 each immediately following Completion as per clause 3.3 of the Purchase Agreement (as defined below) subject to obtaining the necessary shareholder approval (the "**Remaining Shares**") and 100 B ordinary shares of £0.01 each (the "**B Ordinary Shares**") in the capital of the Company for a total consideration of £2,132,801 as set out in the contract attached (the "**Purchase Contract**") and in the following manner:
 - a. £284,833 in respect of 414 of the Ordinary Shares and the B Ordinary Shares ("**Tranche 1 Shares**"), such purchase of shares to complete immediately following exchange and completion of the Purchase Contract ("**Completion**");
 - b. £1,847,968 in respect of the Remaining Shares (comprised of twenty-four equal tranches of 109 ordinary shares of £0.01 each and one tranche of 70 ordinary shares of £0.01 each as per the table at Schedule 1 of the Purchase Contract (the "**Remaining Share Tranches**")), each purchase of a Remaining Share Tranche to complete on the dates in accordance with the terms of the Purchase Contract,

(the Tranche 1 Shares and Remaining Share Tranches being collectively referred to as the "**Tranches**") as more particularly set out in the Purchase Contract, be approved and the Company be authorised to enter into the Purchase Contract; and
2. THAT, subject to the passing of resolution 1, the Company having sufficient distributable reserves and subject to Completion of each Tranche in accordance with clause 4 of the Purchase Contract, the Shares be immediately cancelled upon purchase.

DocuSigned by:

 Signed:
6A1-18C1-655B04A1

Director