

**Registered Number: 10671747**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**AMLOR RIGHTS MANAGEMENT LIMITED**  
**(the "Company")**

**Circulation date            25 October 2023**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1 and 2 below are passed as special resolutions (the "**Written Resolutions**"):

**SPECIAL RESOLUTIONS**

1. **THAT** any and all rights of pre-emption on the transfer of shares, both generally and under the Company's articles of association (including but not limited to article 39 thereof), shall not apply in relation to the transfer of (i) 44 ordinary shares of £1 each in the capital of the Company by Richard Griffiths to Alexander Blair McDonald; (ii) 44 ordinary shares of £1 each in the capital of the Company by Henry Magee to Alexander Blair McDonald; and (iii) 1 ordinary share of £1 in the capital of the Company by Richard Griffiths and Henry Magee (jointly) to Alexander Blair McDonald.
2. **THAT** with immediate effect, the draft articles of association attached to this resolution are hereby approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of the Company's existing articles of association.

**This document is important and requires your immediate attention. Before signing the document please read the Notes below.**

Pursuant to Chapter 2 of Part 13 of the 2006 Act, the undersigned, each being an eligible member of the Company entitled to vote on the Written Resolutions set out above on the Circulation Date stated above hereby irrevocably agree to the Written Resolutions.

DocuSigned by:  
  
34B6F58C075E4D3  
**RICHARD GRIFFITHS**

**25 October 2023**  
.....  
Date of signature

DocuSigned by:  
  
0DB7F1DA3D07468  
**HENRY MAGEE**

**31 October 2023**  
.....  
Date of signature

DocuSigned by:  
*Blair McDonald*  
E2001A66GBDB84PB.....  
**ALEXANDER BLAIR MCDONALD**

**25 October 2023**  
.....  
Date of signature

## Notes

### Procedures for signifying agreement

1. If you agree with the Resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company.

Please then return it to the Company using one of the following methods:

- By Hand: delivering the signed copy to the directors of the Company or as otherwise instructed by the directors of the Company.
- Post: returning the signed copy by post to the directors of the Company or as otherwise instructed by the directors of the Company.
- E-mail: by attaching a copy of the signed document to an e-mail and sending to a director of the Company or as otherwise instructed by the directors of the Company.

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. The Circulation Date of this written resolution is the date referred to above.
3. If you return the document signed, but undated, it will be assumed by the Company that you signed the document on the day immediately preceding the day on which it was received by the Company.
4. If not passed by the requisite majority of members, this written resolution shall lapse 28 days after the Circulation Date.
5. Once this Resolution has been signed and returned to the Company, your agreement to it may not be revoked.
6. 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.