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**THE COMPANIES ACT 2006**

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**COMPANY LIMITED BY SHARES**

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**WRITTEN RESOLUTIONS OF THE MEMBER OF****GOOD CHAOS LIMITED (CRN: 11006050) (the Company)****Circulation Date:**

6 March 2024

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (**CA 2006**), the sole director of the Company (**Sole Director**) proposes that the following resolutions (**Resolutions**) be passed as ordinary and special resolutions respectively as set out below.

**ORDINARY RESOLUTIONS**

1. **THAT**, subject to the passing of Resolution 3 below, and in accordance with section 551 of the CA 2006, the Sole Director be generally and unconditionally authorised to allot shares in the Company having the rights and being subject to the restrictions set out in the New Articles (as defined below) up to an aggregate nominal amount of £21.212. Unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary on the date of these Resolutions.
2. **THAT**, in accordance with section 618 of CA 2006, the 100 ordinary shares of £1.00 each in the capital of the Company be sub-divided into 100,000 ordinary shares of £0.001 each, such shares having the rights and being subject to the restrictions outlined in the New Articles (as defined below).

**SPECIAL RESOLUTIONS**

3. **THAT**, in accordance with section 570 of the CA 2006, the Sole Director be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) as if section 561(1) of the Act and any rights of pre-emption (however expressed) contained in the articles of association of the Company did not apply to any such allotment, provided that this power shall:
  - (a) be limited to an aggregate nominal amount of £21.212; and
  - (b) expire on the fifth anniversary of these Resolutions (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 Sole Director may allot equity securities in pursuance of any offer or agreement notwithstanding that the power conferred by this resolution has expired.
4. **THAT** the Company adopt new articles of association in the form attached to these resolutions (**New Articles**) in substitution for and to the exclusion of the existing articles of association of the Company.

Please read the notes overleaf before signifying your agreement to the Resolutions.

I, the undersigned, being the sole member of the Company entitled to vote on the Resolutions, hereby agree to the Resolutions.

*Mike Goodridge*

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**MICHAEL GOODRIDGE**

Dated: 6 March 2024

**NOTES:**

- 1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and delivering it to the Company c/o Lee and Thompson LLP:
  - **By DocuSign or other electronic signature platform:** by following the instructions to sign in full which, for the avoidance of doubt, will return your signature to Lee & Thompson LLP via the DocuSign or electronic signature platform.
  - **By Hand:** delivering the signed copy to George Nicolaides at Lee & Thompson LLP, 80 Charlotte Street, W1T 4DF.
  - **Post:** returning the signed copy by post to George Nicolaides at Lee & Thompson LLP, 80 Charlotte Street, W1T 4DF.
  - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [georgenicolaides@leeandthompson.com](mailto:georgenicolaides@leeandthompson.com).
- 2 If the Resolutions have not been passed within 28 days from the date of their circulation, they will lapse.
- 3 Once you have signified your agreement to the Resolutions, you may not revoke your agreement.
- 4 If you do not agree to the Resolutions, you need not take any action; you will not be deemed to agree to the Resolutions if you do not reply.