

Company Number: 12299953

THE COMPANIES ACT 2006

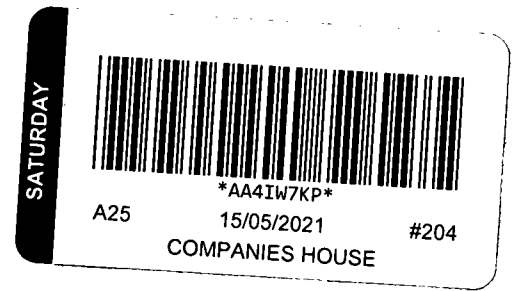
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

SUSTAINABLE SHELL HOMES LIMITED

Circulation Date 31st March 2021



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("the Act"), the directors of the Company propose that:

- resolutions 1 and 2 are passed as ordinary resolutions (the "**Ordinary Resolutions**"); and
- resolutions 3 and 4 are passed as special resolutions (the "**Special Resolutions**").

(together referred to as "the **Resolutions**")

Ordinary Resolutions

1. **THAT** the Company's existing 1 (one) issued ordinary share of £1.00 each be subdivided into 100 ordinary shares of £0.01 each.
2. **THAT**, subject to the passing of Resolutions 3 and 4, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot Ordinary A shares (with such rights attached to them as set out within the New Articles (as defined below)) in the capital of the Company (**Ordinary A Shares**) or grant rights to subscribe for or to convert any security into Ordinary A shares in the Company (**Ordinary A Rights**) up to an aggregate nominal amount of £1.80 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is five years from the date this resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require Ordinary A Shares to be allotted or Ordinary A Rights to be granted and the Directors may allot Ordinary A Shares or grant Ordinary A Rights 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 and in accordance with section 551 of the Act.

Special Resolutions

3. **THAT** the Articles (**New Articles**) contained in the printed document attached to this Resolution be and are hereby approved and adopted as the articles of association of the Company in replacement of the existing articles of association of the Company
4. **THAT** to the extent that any of the provisions of the New Articles constitute a variation of the rights attached to shares in the capital of the Company, any such variation of rights be approved.
5. **THAT** the Directors be and are hereby empowered under Section 570 of the Companies Act 2006 to allot equity securities (as defined in Section 560 of the said Act) for cash pursuant to the authority conferred by resolution 2 as if sub-section (1) of Section 561 of the said Act did not apply to any such allotment

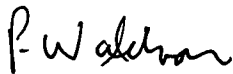
PROVIDED THAT this power shall be limited to the allotment of equity securities up to an aggregate nominal value of £1.80 and shall expire on the date five years after the passing of this resolution,

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 board may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

AGREEMENT

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

We, the undersigned, being persons entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions.



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Peter Waldron