

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

UKGI GROUP LTD (Company)

Company Number: 12539796

Circulation Date: 31 December 2020

Passed: 31 December 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the directors of the Company propose that the following resolutions are passed as special resolutions (**Resolutions**) and hereby irrevocably agree in accordance with section 288 of the Act that the Resolutions shall for all purposes be valid and effective as if passed as resolutions at a general meeting of the Company duly convened and held.

SPECIAL RESOLUTIONS

1. **THAT** the articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.
2. **THAT**, in accordance with section 569 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) up to an aggregate nominal value of £4,570,000 pursuant to the authority conferred by section 550 of the Act, as if section 561 (1) of the Act did not apply to any such allotment.

AGREEMENT

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.



SIGNED by ANDREW SCOTT

DocuSigned by:
Andrew Scott
77F300421DD641C...

Date:

31 December 2020

SIGNED by SUSAN SCOTT

DocuSigned by:
Susan Scott
77F300421DD641C...

Date:

31 December 2020

SIGNED by ALEX ALWAY

DocuSigned by:
Alex Alway
ACA1G9CD202F4C4...

Date:

31 December 2020

NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by attaching a scanned copy of the signed document to an e-mail and sending it to james.beatton@crippspg.co.uk.
2. 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.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, within 28 days of the Circulation Date set out at the top of this document, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. 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.