

Company number: 13018650

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
- of -
DORWAY LTD
(the "Company")

Passed: 25 July 2023

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "**Act**"), resolutions 1 and 2 were duly passed as ordinary resolutions and resolutions 3 and 4 were duly passed as special resolutions by the Company as written resolutions

ORDINARY RESOLUTIONS

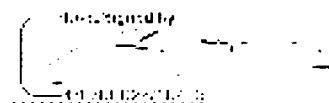
1. That:
 - (a) the terms of the buyback contracts, being two stock transfer forms (copies of which have been sent or submitted to each eligible member of the Company at or before the time at which this resolution was sent or submitted to that member for signature), relating to (i) the purchase by the Company from Hugh Fraser of 14,094 deferred shares of £0.01 each in the capital of the Company and (ii) the purchase by the Company from Henry Sinclair of 40,325 deferred shares of £0.01 each in the capital of the Company, each for an aggregate sum of £0.01 to be paid for out of capital (otherwise than in accordance with Chapter 5 of Part 18 of the Act) pursuant to the articles of association of the Company and section 692(1ZA)(b) of the Act, and the purchase of the shares pursuant to such contract be and is hereby authorised and approved provided that (i) any variation in the terms of that contract must be authorised by an ordinary resolution of the Company and (ii) this authority may be varied, revoked or renewed from time to time by ordinary resolution of the Company; and
 - (b) any director be and is hereby authorised to execute such contract on behalf of the Company to the extent required.
2. That the directors of the Company be generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all the powers of the Company to allot further shares in the Company or to grant further rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £167.04, provided that:
 - (a) the authority granted under this resolution shall expire five years after the passing of this resolution; and
 - (b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the

case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in addition to all subsisting authorities.

SPECIAL RESOLUTIONS

3. That, subject to the passing of resolution 2 above, the directors be empowered pursuant to section 570 of the Act and article 11.3 of the existing articles of association of the Company (the "**Existing Articles**") to allot equity securities wholly for cash pursuant to the authority conferred by resolution 2 above as if section 561 of the Act did not apply to any such issue and allotment.
4. That the articles of association contained in the document attached to the written resolutions be approved and adopted as the new articles of association of the Company in substitution for and to the entire exclusion of the Existing Articles.



Director