

ERNGAN ENGINEERING LTD

Company Number: 13020871

(the "Company")

Private Company Limited by Shares

The Companies Act 2006

Written Resolutions of the eligible members of the Company, proposed by the Directors of the Company



We, the undersigned, being the required majority of eligible members of the Company resolve:

Ordinary Resolutions

1. *THAT the 5 Ordinary Shares of £1.00 each in the capital of the Company held by Ernest John Lapham be and is hereby re-designated as 5 "A" Ordinary Shares of £1.00 each in the capital of the Company.*
2. *THAT the 5 Ordinary Shares of £1.00 each in the capital of the Company held by Meggan Lapham be and is hereby re-designated as 5 "B" Ordinary Shares of £1.00 each in the capital of the Company.*
3. *THAT the directors of the Company shall be unconditionally authorized pursuant to Section 551 of the Companies Act 2006, to allot shares in the Company up to a maximum amount of £20,000 divided into 10,000 "A" Ordinary Shares of £1.00 each and 10,000 "B" Ordinary Shares of £1.00 each in accordance with Article 23 of the Articles of Association as adopted below, at any time during the period of five years from the date hereof and at any time thereafter pursuant to any offer or agreement made by the Company before the expiry of this authority.*

Special Resolution

4. *THAT the Regulations attached hereto (including Article 23, Variation of Share Rights) and initialed by the chairman for the purposes of identification be adopted as the articles of association of the company in substitution for and to the exclusion of the existing articles.*



Ernest John Lapham

Date: 6. 3. 22



Meggan Lapham

Date: 6 - 03 - 2022


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Written Consent Relating to a Variation of Class Rights

In accordance with section 630 of the Companies Act 2006, we, being the holders of not less than 3/4 of shares in nominal value of the issued Ordinary Shares of £1.00 each in the Capital of the Company, hereby irrevocably consent and agree to the passing of the Ordinary Resolutions accordingly marked and the Special Resolution also accordingly marked set out in the attached draft written resolution and every variation, modification or change of the rights, privileges and restrictions to the "A" Ordinary Shares of £1.00 each and the "B" Ordinary Shares of £1.00 each as new classes of shares which will or may be affected thereby.



Ernest John Lapham

Date: 6. 3. 22



Meggan Lapham

Date: 6 - 03 - 2022

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Resolutions in writing of the directors

We, being all the Directors of the Company:

Declaration of Interest

1. NOTE THAT Ernest John Lapham and Meggan Lapham had declared their interest in the matter detailed in paragraph 2. It was further noted that, having declared their interest, Ernest John Lapham and Meggan Lapham were permitted by the Company's articles of association and in accordance with s177 of the Companies Act 2006 to consider and vote upon the matter.

Stock Transfer Form

2. NOTE THAT the following Stock Transfer Form had been received:

Class of Shares	Number	Transferor(s)	Transferee(s)
Ordinary Shares of £1.00	4	Meggan Lapham	Ernest John Lapham

Transfer of Shares

3. RESOLVE THAT the transfer be and are hereby approved and, being certified exempt from stamp duty:
- a. The transfer be entered in the Company's registers;
 - b. The Share Certificate be issued to the transferee and signed by two directors, one director and one secretary, or one director in the presence of a witness on behalf of the Company; and
 - c. The relevant Share Certificate of the transferor be cancelled.



Ernest John Lapham

Director

Date: 6.3.22



Meggan Lapham

Director

Date: 6-03-2022