

Company Number 13483478

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

Goldsdown Ltd (Company)

29/11/22 2022 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the shareholder[s] of the Company proposes that shareholder resolution numbers 1 and 2 are passed as special resolutions (**Resolutions**).

SPECIAL RESOLUTIONS

1. **THAT** article 7(2) is deleted in its entirety and replaced with the following new article 7(2):

If—

(a) the company only has one director, and (b) no provision of the articles requires it to have more than one director,

(i) the general rule does not apply, and the director may take decisions without regard to any of the provisions of the articles relating to directors' decision-making; and

(ii) the director may (for so long as that person remains the sole director) exercise all the powers conferred on the directors by the articles by any means permitted under the Companies Act 2006.

2. **THAT** article 11(2) is deleted in its entirety and replaced with the following new article 11(2):

The quorum for directors' meetings may be fixed from time to time by a decision of the directors and, unless otherwise fixed, it is two, provided that, if and for so long as there is only one director, the quorum shall be one.

AGREEMENT

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

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

Signed by
Moshe Rothbart



Date: 29/11/22