

Company Number: 13649090

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**EDDYSTONE ROCK HOLDINGS LTD**

**("COMPANY")**

Circulation Date: 27 October 2021  
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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the directors of the Company propose that the resolution (1) and (2) below be passed as ordinary resolutions (**Resolutions**):

**ORDINARY RESOLUTIONS**

**1. AUTHORITY TO ALLOT**

**THAT**, in accordance with section 551 of the Act the directors of the Company (**Directors**) be generally and unconditionally authorised to allot 1,000 ordinary shares of £0.01 each (**New Shares**), provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the Circulation Date save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

**2. DISAPPLICATION OF PRE-EMPTION RIGHTS**

**THAT**, subject to the passing of resolution 1 and in accordance with section 570 of the Act, the Directors be generally empowered to allot the New Shares pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:

- 2.1 be limited to the allotment of 1,000 ordinary shares of £0.01 each; and

- 2.2 expire on the fifth anniversary of the Circulation Date (unless renewed, varied or revoked by the Company prior to or on that date), 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 Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

## **AGREEMENT**

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

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

  
.....  
Signed by **Christian Stephen Eddy**

27 October 2021

.....  
**Date**

## NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - **By hand or post:** delivering the signed copy to Joelson LLP, 2 Marylebone Road, London NW1 4DF, marked for the attention of “Emma O’Rourke”.
  - **By email:** by attaching a scanned signed copy to an email and sending it to [emma.o@joelsonlaw.com](mailto:emma.o@joelsonlaw.com).
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 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.