

**THE COMPANIES ACT 2006**  
**WRITTEN RESOLUTIONS OF MEMBERS**  
**of**  
**BUXTON ACQUISITIONS LIMITED**

*Company number 14299304*

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, all the shareholders of the Company eligible to attend and vote at general meetings of the Company, passed the said resolutions, designated as special resolutions, and agreed that the resolutions shall be as valid and effective as if they had been passed at a general meeting of the Company duly convened and held.

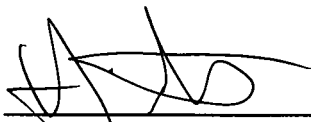
**IT IS RESOLVED** THAT pursuant to Section 21 of the Companies Act the regulations contained in the document submitted to this meeting and, attached to this resolution be approved and adopted as the articles of association of the company in substitution for and to the exclusion of all the existing articles thereof.

**IT IS RESOLVED** THAT pursuant to the Companies Act the company creates new classes of share known as Class A Ordinary Shares of £0.01 each, Class B Ordinary Shares of £0.01, Class C Ordinary Shares of £0.01, Class D Ordinary Shares of £0.01 and Class E Ordinary Shares of £0.01 each with the rights and obligations being laid down as in the new Articles of Association for the Company.

**IT IS RESOLVED** THAT the Directors are generally and unconditionally authorised for the purposes of section 551 of the 2006 Act to exercise any power of the Company to allot and grant rights to subscribe for or convert securities into shares of the Company up to the allotment threshold of £2,000 in accordance with the Articles of Association at any time or times during the period of five years from the date of this written resolution and at any time thereafter pursuant to any offer or agreement made by the company before the expiry of this authority. The authority hereby given may at any time (subject to the said section 551) be renewed, revoked or varied by ordinary resolution.

**IT IS RESOLVED** THAT pursuant to Section 636 of the Companies Act 2006, 100 of the Ordinary shares of £0.01 each comprised in the capital of the company which are issued be converted into and re-designated as 35 Class A Ordinary Shares of £0.01 each, 35 Class B Ordinary Shares of £0.01 each, 10 Class C Ordinary Shares of £0.01 each, 10 Class D Ordinary Shares of £0.01 each and 10 Class E Ordinary Shares of £0.01 each having the rights and being subject to the conditions set out in the Articles of Association of the company.

Signed:

  
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Director

Date: 2 May 2023

WEDNESDAY



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05/07/2023

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COMPANIES HOUSE