

[Header]

[PRINT OF RESOLUTION FOR FILING AT COMPANIES HOUSE]

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

PITCO 101 Limited

(Company number: 14407402)

(the Company)

Circulation Date: 14 October **2022**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the Resolutions 1 below is passed as a special resolution and Resolution 1 is passed as an ordinary resolution (together the **Resolutions**). The Resolutions were first circulated to the sole member of the Company on the Circulation Date.

SPECIAL RESOLUTION

- 1 **THAT**, the draft articles of association produced to the meeting and, for the purposes of identification, attached to this resolution (the **New Articles**) be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

ORDINARY RESOLUTION

- 2 **THAT**, subject to Resolution 1 above being passed, in accordance with section 551 of the Companies Act 2006, the directors of the Company be unconditionally authorised to allot:
 - 2.1 25,000 ordinary A shares of £1.00 each in the capital of the Company up to an aggregate nominal amount of £25,000 (the **Consideration Shares**)

in each case, having the rights and subject to the restrictions set out in the New Articles. Unless renewed, varied or revoked by the Company, this authority shall expire 28 days after the passing of these Resolutions.

[Footer]

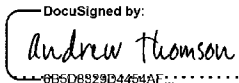
[Header]

Please read the notes set out below before signing or taking any action on this Resolution.

AGREEMENT OF SOLE MEMBER

I, being the eligible member entitled to vote on the Resolution on the Circulation Date, irrevocably agree to the above Resolution.

Signed by shareholder on behalf of **MIDMAR NOMINEE HOLDINGS LIMITED**

DocuSigned by:

.....
065D6829D34464AF.....

Date

14/10/2022

.....

[Footer]

[Header]

NOTES

- 1 If you agree with the Resolution, please indicate your agreement by one of the following methods:
 - 1.1 if you received the Resolution by e-mail by replying to that e-mail and stating in your reply your name and that you agree to the Resolution; or
 - 1.2 if you received the Resolution via an electronic signing platform, by applying your electronic signature to the Resolution above your name (which shall also be taken as confirmation of your identity) and completing the signing process within the signature platform; or
 - 1.3 by signing and dating this document where indicated above and returning it to the Company either:
 - 1.3.1 by e-mail: by sending a scanned copy of the signed and dated Resolution to BethKING@bdbpitmans.com; or
 - 1.3.2 by hand: by delivering the signed and dated Resolution to The Anchorage 34 Bridge Street Reading RG1 2LU marked "For the attention of Beth King"; or
 - 1.3.3 by post: by returning the signed and dated Resolution by post to The Anchorage 34 Bridge Street Reading RG1 2LU marked "For the attention of For the attention of Beth King"; or
- 2 If you are indicating agreement to the Resolution on behalf of a company or person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority with your indication of agreement.
- 3 If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 4 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 5 When agreement to the Resolution has been received from members representing more than 50% of the total voting rights, it will be deemed passed. Unless within the period of 28 days beginning with the Circulation Date sufficient agreement has been received for the Resolution to pass, it will lapse.
- 6 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

[Footer]