

Company number 14580102

PRIVATE COMPANY LIMITED BY SHARES

COPY WRITTEN RESOLUTION

of

CALVETON TRISTAR HOLDCO LIMITED (**Company**)

Passed on 14 April 2023

In accordance with the written resolution procedure in Chapter 2 of Part 13 of the Companies Act 2006 (**2006 Act**), the following resolutions were passed as ordinary resolutions and special resolutions as detailed below:

**SPECIAL RESOLUTION**

1. **THAT** the Directors be generally and unconditionally authorised to allot Relevant Securities (as defined in the articles of association of the Company to be adopted pursuant to Resolution 2 below (**New Articles**)) or to grant rights to subscribe for, or to convert any security into shares in the capital of the Company as if the pre-emption rights contained in articles 9.2 to 9.5 (inclusive) of the New Articles did not apply to any such allotment, grant or conversion, provided that this authority shall:
  - a. be limited to the allotment of Relevant Securities up to an aggregate nominal amount of £8.29 comprising 829 ordinary shares of £0.01 each having the rights set out in the New Articles; and
  - b. (unless previously renewed, varied or revoked), expire on the fifth anniversary of the date on which this Resolution is passed,but the Company may make an offer or agreement before this authority expires which would or might require Relevant Securities to be allotted for cash after this power expires and the Directors may allot Relevant Securities for cash pursuant to any such offer or agreement as if such authority had not expired.

**SPECIAL RESOLUTION**

2. **THAT** the draft articles of association in the form attached to this written resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

DocuSigned by:

*Sandeep Vyas*

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Director