

Company Number: 14602558

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF THE MEMBERS
of

KERB GROUP LIMITED
(the **Company**)

Circulated on..... 26 January 2024 (the **Circulation Date**)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the **Act**), it is proposed that the resolutions below are passed as indicated below. The resolutions set out below are referred to in this document as the **Resolutions**.

SPECIAL RESOLUTION

1. **THAT**, with effect from this Resolution being passed, the articles of association in the form attached to these Resolutions, be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

ORDINARY RESOLUTION

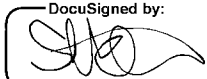
2. **THAT**, in accordance with section 551 of the Act, the directors be generally and unconditionally authorised to allot shares in the Company and to grant rights to subscribe for and to convert any security into shares in the Company (**Rights**) in respect of B ordinary shares of £0.01 each in the capital of the Company up to the aggregate nominal amount of £125.00. This authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of passing this Resolution except that the Company may, before it expires make an offer or agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the directors may allot shares or grant Rights in pursuance of that offer or agreement as if the authority had not expired. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act to the extent not utilised at the date it is passed.

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

AGREEMENT

We, being persons entitled to vote on the Resolutions on the Circulation Date, irrevocably agree to the Resolutions:

SIGNED by SIMON MITCHELL

Signature

<small>DocuSigned by: 1F0EABA0884C40A...</small>


SIGNED by PETRA BARRAN

Signature
<div>DocuSigned by:  EB9B2AA4D0F841E...</div>

SIGNED by IAN DODDS

Signature
<div>DocuSigned by:  7E866DE316A141E...</div>

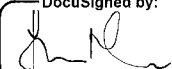
**SIGNED on behalf of COMPASS
CONTRACT SERVICES (U.K.)
LIMITED**

Signature
<div>DocuSigned by:  13B35054C5074AA...</div> <div>Director</div>
Print name

**SIGNED on behalf of SOPHIE
MANAGEMENT LIMITED**

Signature
<div>Director</div>
Print name

SIGNED by SIMON MARKS

Signature
<div>DocuSigned by:  E0250111E902492...</div>

Date on which Resolutions are passed.....26 January 2024.....

SIGNED by **PETRA BARRAN**

Signature

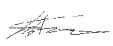

SIGNED by **IAN DODDS**

Signature

SIGNED on behalf of **COMPASS
CONTRACT SERVICES (U.K.)
LIMITED**

Signature
Director
Print name

SIGNED on behalf of **SOPHIE
MANAGEMENT LIMITED**

Signature
  Authorised Signatories
Print name
RBC Corporate Services Limited (Jersey) Limited, Director

SIGNED by **SIMON MARKS**

Signature

Date on which Resolutions are passed..... 26 January 2024

Notes:

1. *If you agree to the Resolutions, please indicate your agreement by signing (but not dating) this document where indicated above and returning it to the Company using one of the following methods:*
 - 1.1 *by hand or post to Louie Buckland; or*
 - 1.2 *by attaching a scanned copy of the signed document and sending it to Louie.Buckland@mishcon.com; or*
 - 1.3 *by returning the DocuSign envelope containing the signed resolution if arranged with Louie Buckland to be sent to you in this way – you do this by clicking "Finish" after signing the resolution in Docusign.*

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.

By returning the document to the person as set out at 1 above you irrevocably confirm that he or any person he may nominate is authorised at their sole discretion to deliver the signed document to the Company and date it with delivery on your behalf and will (until the date of delivery of such document to the Company) continue to hold the document as your agent and not as agent for the Company.

2. *Once delivered, you will have indicated your agreement to the Resolutions and may not revoke your agreement.*
3. *The Resolutions will lapse if sufficient agreement to them has not been received by the Company within 28 days of the Circulation Date.*
4. *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.*
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.*