

COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

Of

ECO2HOLDINGS LIMITED

Circulation date : 11 April 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (Act), the director of the Company proposes that Resolutions 1 and 2 are passed as Ordinary Resolutions (Ordinary Resolutions) and Resolutions 3 and 4 are passed as Special Resolutions (Special Resolutions) (together the Resolutions).

ORDINARY RESOLUTIONS

1. THAT the 1 Ordinary £0.01 Share currently in issue in the capital of the Company be and are hereby re-designated as 1 A Ordinary £0.01 Share.
2. THAT the Director be authorised to allot an additional 4,874 A Ordinary £0.01 Shares and 10,125 Ordinary £0.01 Shares in the capital of the Company from the date of this Resolution, on such conditions as they think fit, subject to the provisions of the Articles of Association.

SPECIAL RESOLUTIONS

3. THAT the regulations attached to this resolution be adopted as the new Articles of Association of the Company in substitution for the exclusion of all the existing Articles of Association.
4. THAT the rights attaching to the A Ordinary £0.01 Shares and Ordinary £0.01 Shares have the rights specified further in the Articles of Association adopted in Resolution 3 above.

AGREEMENT

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

The undersigned entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

I J Waring

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
2. 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.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, by the date that is 28 days from the Circulation Date, sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolutions, please ensure your agreement reaches us before or during this date.
5. 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.
6. 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.