

***Resolutions to be filed with Registrar of Companies***

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**of**

**JOULE GROUP HOLDINGS LIMITED (Company)  
(registered number NI665097)**

CIRCULATION DATE: 31<sup>st</sup> January 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed, as special resolutions:

1. **THAT** each of the existing Ordinary Shares of £0.01 each be sub-divided by 150 into 1,797,300 Ordinary Shares of £0.00006667 each.
2. **THAT** notwithstanding clauses 41 and 42 of the Company's articles of association, the Company be authorised to issue through option grants or otherwise) up to 359,460 ordinary shares to a person or persons who is not a current holder of ordinary shares.

**RESOLUTION**

That the foregoing Resolutions be approved.

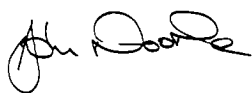
**AGREEMENT**

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

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

Signed by

Date 31/01/2023



Signed by

Date 31/01/2023



## NOTES

1. *If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand or by post at 1st Floor, NW Transport Hub, Duke Street, Londonderry, Northern Ireland, BT47 6DH or by email to [Johnohagan@joule-group.com](mailto:Johnohagan@joule-group.com)*

*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.*

2. *Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.*

3. *Unless, by 28 days from the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.*

4. *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.*