

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF THE MEMBERS

OF

GEEK RETREAT HOLDINGS LTD

Company Number: SC515869

CIRCULATION DATE: 23.09 2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the resolutions below are passed as ordinary resolutions and a special resolution (the "**Resolutions**"):

ORDINARY RESOLUTION 1:

"THAT, in accordance with section 618 of the Companies Act 2006 ("Act"), the 100 ordinary shares of £1.00 each in the issued share capital of the Company be sub-divided into 100,000 ordinary shares of £0.001 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary shares of £1.00 each in the capital of the Company as set out in the Company's articles of association for the time being."

ORDINARY RESOLUTION 2

"THAT, in accordance with section 618 of the Companies Act 2006 ("Act"), 1,500 of ordinary shares of £0.001 each in the issued share capital of the Company held by Peter Dobson and 1,500 of ordinary shares of £0.001 each in the issued share capital of the Company held by Stephen Walsh be converted into 3,000 non-voting shares of £0.001, such non-voting shares having the rights and being subject to the restrictions contained in the Company's articles of association to be adopted pursuant to the special resolution below."

SPECIAL RESOLUTION:

"THAT the draft articles of association attached to this resolution 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."

SATURDAY



SAEA5JVN

SCT

02/10/2021

#13

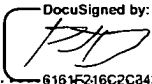
COMPANIES HOUSE

DECLARING THAT pursuant to Section 291 of the Companies Act 2006, circulation of this written resolution can be effected by sending a separate copy to each of the eligible members simultaneously (so far as reasonably practicable) or if it is possible to do so without undue delay by sending the same copy to each eligible member consecutively, or by a combination of any of these. Circulation can be effected by hard copy form, electronic form or by means of a website. In the case of a written resolution proposed by members, the Company must send or submit copies (or, if copies are sent or submitted to members on different days, the first of those copies) not more than 21 days after it becomes subject to the requirement under Section 292 to circulate the resolution.

AGREEMENT

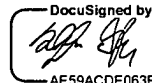
Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being the persons entitled to vote on the above resolutions on 23.09.2021, hereby irrevocably agrees to the Resolutions:

I agree, 
.....
6161F216C2C342D.....
Peter Dobson

23.09.2021 | 17:55:34 BST

.....
Date

I agree, 
.....
AE59ACDE063F43E.....
Stephen Walsh

24.09.2021 | 11:15:00 BST

.....
Date

ACCOMPANYING STATEMENT

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 using one of the following methods:-

- **By Hand:**

delivering the signed copy to McKee Campbell Morrison Solicitors, 4th Floor, The Hatrack, 144 St Vincent Street, Glasgow, G2 5LQ.

- **Post:**

McKee Campbell Morrison Solicitors, 4th Floor, The Hatrack, 144 St Vincent Street, Glasgow, G2 5LQ.

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