

Company number: 04105240

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

TOTAL CONTROL PRO LIMITED (the "Company")

Circulation date: 3rd September 2021

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that:

- resolution 1 below be passed as an ordinary resolution (the "**Ordinary Resolution**"); and
- resolutions 2 and 3 below are passed as special resolutions (together the "**Special Resolutions**").

1. Ordinary Resolution

That the directors of the Company be and they are hereby generally and unconditionally authorised for the purpose of section 551 of the Companies Act 2006 to allot shares in the company, and to grant rights to subscribe for or to convert any security into shares in the company, up to an aggregate nominal amount of £6.67815 plus whatever additional aggregate nominal amount is required by a Share Option Scheme over 10% of the fully diluted issued share capital of the Company from time to time to be adopted by the Company, provided that this authority shall expire on the date five years from the date hereof unless renewed, varied or revoked by the Company, save that the Company may before such expiry make an offer or agreement which would or might require shares to be allotted, or rights to be granted, after such expiry.

2. Special Resolution

That the directors of the Company be and they are hereby empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (within the meaning of section 560 of that Act) pursuant to the authority conferred by the ordinary resolution numbered 1 above as if section 561 of that Act did not apply to such allotment provided that this power shall cease to have effect when the said authority is revoked or would, if not renewed, expire save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

3. Special Resolution

That the regulations set out in the document produced to the meeting and, for the purposes of identification, initialled by the chairman be adopted as the article of association of the Company in substitution for all existing articles of association of the Company.

AGREEMENT

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

The undersigned, a person entitled to vote on the above resolutions on the 3rd September 2021, hereby irrevocably agrees to the Ordinary Resolution and Special Resolutions:

Signed by: Dorian Smellie

Print name: Dorian Samuel Smellie

Date:

Signed by:

Print name: Dolores Anne Marie Sanders

Date:

Signed by:

Print name: Anthony Richard William Jennings

Date:

Signed by:

Print name: Tony Michael Shorten

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Print name: Nicholas Smellie

Date:

Signed by:

Print name: Paul Dunham

Date:

Signed by:

Print name: Sandra Dunham

Date:

Signed by:

Print name: Anthony White

Date:

Signed by:


Print name: Paul Isaacs

Date:

Signed by:

Print name: Nicholas Smellie

Date:

Signed by: 

Print name: Paul Dunham

Date:

Signed by:

Print name: Sandra Dunham

Date:

Signed by:

Print name: Anthony White

Date:

Signed by:

Print name: Paul Isaacs

Date:

Signed by:


Print name: Nicholas Smellie

Date:

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Print name: Paul Dunham

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Date:

Signed by:

Print name: Anthony White

Date:

Signed by:

Print name: Paul Isaacs

Date:

Signed by:

Print name: Nicholas Smellie

Date:

Signed by:

Print name: Paul Dunham

Date:

Signed by:

Print name: Sandra Dunham

Date:

Signed by: *Anthony White*

Print name: Anthony White

Date:

Signed by:

Print name: Paul Isaacs

Date:

Signed by:

Print name: Nicholas Smellie

Date:

Signed by:

Print name: Paul Dunham

Date:

Signed by:

Print name: Sandra Dunham

Date:

Signed by:

Print name: Anthony White

Date:

Signed by: *Paul isaacs*

Print name: Paul Isaacs

Date:

Signed by: 
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Print name: Maxine Anthony

Date:

Signed by:

Print name: Penny Cullis

Date:

Signed by:

Print name: Andy Holliman

Date:

Signed by:

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Print name: Bernard Jenkin

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Signed by: *guy brogden*

Print name: Guy Brogden

Date:

Signed by:

Print name: Simon Melliush

Date:

Signed by:

Print name: Hamish Robertson

Date:

Signed by:

Print name: Chris Ford

Date:

Signed by:

Print name: David Brocklehurst

Date:

Signed by:

Print name: Guy Brogden

Date:

Signed by: 

Print name: Simon Melliush

Date:

Signed by:

Print name: Hamish Robertson

Date:

Signed by:

Print name: Chris Ford

Date:

Signed by:

Print name: David Brocklehurst

Date:

Signed by:

Print name: Guy Brogden

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Signed by:

Print name: Simon Melliush

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Signed by: *H Robertson*

Print name: Hamish Robertson

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