

Company number 08383927

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

BAYER DEVELOPMENTS LIMITED (Company)

14 AUGUST 2020

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as an ordinary resolution (Resolution).

ORDINARY RESOLUTION

THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the directors of the Company be unconditionally authorised to allot 949,800 non-redeemable preference shares of £1.00 each in the capital of the Company having the rights and subject to the restrictions set out in the articles. Unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this section has expired.

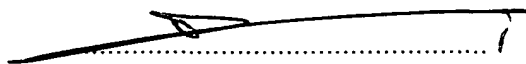
This authority revokes and replaces all unexercised authorities previously granted to the Directors.

AGREEMENT

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

The undersigned, being persons entitled to vote on the Resolution on the date set out above, hereby irrevocably agree to the Resolution:

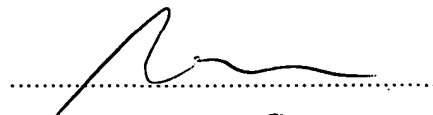
Signed by DAVID BAYER:



Date:

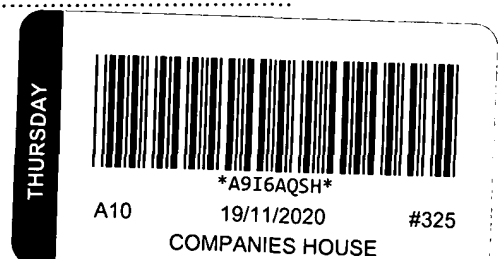
14-8-2020

Signed by URSULA BAYER:




Date:

14-8-2020




Signed by PATRICK BAYER:


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Date:

14 - 8 - 2020
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Signed by LUCY CHANT:


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Date:

14 - 8 - 2020
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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 using one of the following delivery methods:

- **By hand:** delivering the signed copy to Porter Dodson LLP, The Quad, Blackbrook Park Avenue, Taunton TA1 2PX (ref: Evelyn Adfield).
- **Post:** returning the signed copy by post to Porter Dodson LLP, The Quad, Blackbrook Park Avenue, Taunton TA1 2PX (ref: Evelyn Adfield).

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.

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

3. Unless by the date falling 20 days after the Circulation Date, sufficient agreement is received for the Resolution to pass, they will lapse. If you agree to the Resolution, 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.