

COMPANY NUMBER: 13397564

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

Written resolutions of

JOHN FREDERICKS PLASTICS GROUP LIMITED

(the "Company")

CIRCULATED ON 20th January 2022 ("Circulation Date")

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

ORDINARY RESOLUTION

1. THAT Mark Dicconson be and is hereby authorised at any meeting of the directors to count in the quorum and vote on any resolution of the directors relating to the approval of the purchase of the entire issued share capital of John Fredericks Plastics Limited (Transaction), notwithstanding that he has a direct or indirect interest in the Transaction that conflicts or possibly may conflict with the interests of the Company, and that accordingly Article 14(1) of the Company's articles of association (Articles) be and is hereby dis-applied in accordance with Article 14(3)(a) of the Articles in respect of the approval by the directors of the Transaction.

SPECIAL RESOLUTION

2. THAT the draft regulations attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

ORDINARY RESOLUTION

3. THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the sole director of the Company (Director) be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £2,500 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31st March 2022.

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

SPECIAL RESOLUTION

4. THAT, in accordance with section 570 of the CA 2006, the Director be generally empowered to allot equity securities (as defined in section 560 of the CA 2006)



pursuant to the authority conferred by resolution 3, up to an aggregate nominal amount of £2,500 as if section 561(1) of the CA 2006 did not apply to any such allotment.

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

We, the undersigned, were at the time the resolutions were circulated entitled to vote on the resolutions and irrevocably agree to the resolutions.

Signed.....DocuSigned by:
Mark Dicconson 20th January
Date.....2022
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Mark Dicconson
Signed.....DocuSigned by:
Mark Dicconson 20th January
Date.....2022
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Jane Dicconson

EXPLANATORY NOTES FOR SHAREHOLDERS

1. If you agree to the resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company.
2. Once you have signified your agreement to the resolutions, you may not revoke your agreement.
3. Unless, by the date being 28 days after the Circulation Date sufficient agreement has been received for the resolutions to be passed, it will lapse. If you agree to the resolutions, please ensure that signification of your agreement reaches us before or on this date.
4. Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (ie, members who were entitled to vote at the time the resolution was circulated) representing a simple majority of the total voting rights of eligible members signify their agreement to it. Sufficient agreement will have been reached to pass a special resolution if eligible members representing not less than 75% of the total voting rights of eligible members signify their agreement to it.
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.