

13787842

**BOX+ III COLCHESTER LIMITED** (the "**Company**")**Written resolution of the directors of the Company** (the "**Written Resolution**")**DATED :** 3 January 2022

In accordance with the articles of association of the Company (the "**Articles**") we, the undersigned, being all the directors of Company, **HEREBY PASS** the following resolutions in writing and agree that said resolutions be valid and effectual as if the same had been passed at a meeting of the directors duly convened and held:

**1. DISCLOSURE OF INTERESTS:**

**IT IS NOTED** that, pursuant to Section 177 of the Companies Act 2006, as amended (the "**Act**") any director of the Company who has, directly or indirectly, an interest in a transaction entered into or proposed to be entered into by the Company or by a subsidiary of the Company and of which the director is aware, is required to disclose to the Company the nature and extent of the director's interest.

**IT IS NOTED** that none of the directors of the Company have any interests in the matters and transactions which are to be considered and which are required to be disclosed in order to comply with the Act and Articles.

**2. REGISTRATION OF MEMORANDUM AND ARTICLES OF ASSOCIATION:**

**IT IS NOTED** that the Memorandum and Articles of Association of the Company had been registered and that the Company had been incorporated as a private company under the Law on 7 December 2021 with company number 13787842.

**3. NEW ARTICLES:**

**IT IS PROPOSED** that the Company adopt new Articles of Association (the "**New Articles**"), a copy of which along with a draft written special resolution (the "**Written Resolution**") from the Company's sole shareholder, Box+ III Holdings (UK) Limited (the "**Sole Shareholder**") had been circulated to the board for their consideration (the "**Shareholder Resolutions**").

Having carefully considered the New Articles and having regard to all matters considered relevant (including the matters referred to in section 172(1) of the Act), **IT IS RESOLVED** that:

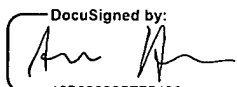
- i. The terms of the Written Resolution and the New Articles be and are hereby approved; and
- ii. Any one Director is hereby instructed to send the Written Resolution to the sole Shareholder.

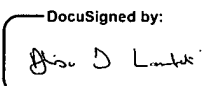
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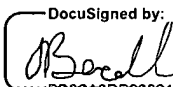


## EXECUTION PAGE

The Written Resolution may be executed in counterpart (and by the directors on separate counterparts) all of which together constitute but one and the same instrument. The Written Resolution shall only take effect from when all directors named below have signed.

DocuSigned by:  
  
.....188386385F75480.....  
**Ann Hodgetts**  
**Date:** 30/12/2021

DocuSigned by:  
  
.....F75534BD13FD4FA.....  
**Alison Lambert**  
**Date:** 30/12/2021

DocuSigned by:  
  
.....BD3CA9DD998849C.....  
**James Boadle**  
**Date:** 3/1/2022