

Company Number: 14832236

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

Of

MAMBO LEISURE MASTERS LIMITED

(Company)

Circulation Date: 22 September 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**CA 2006**), the directors of the Company (**Directors**) propose that resolution 1 be passed as an ordinary resolution and resolution 2 be passed as a special resolution (Resolutions).

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of CA 2006, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £150.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the passing 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 resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTIONS

2. THAT, subject to the passing of resolution 1 and in accordance with section 570 of the CA 2006, and article 32.2 of the Company's articles of association (**Articles**), the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the CA 2006, and the pre-emption rights contained in article 32.2 of the Articles, did not apply to any such allotment, provided that this power shall:
 - A. be limited to the allotment of equity securities up to an aggregate nominal amount of £150.00; and
 - B. expire on fifth anniversary of the passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), 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 and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

AGREEMENT

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

The undersigned being persons entitled to vote on the Resolutions on the circulation date, hereby irrevocably agree to the Resolutions:

Signed by **Mark Tydeman**

DocuSigned by:



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Dated

22 September 2023.....

Signed by **Silver Americum Limited**

Andrew Gerrie (Director)

Dated

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such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

AGREEMENT

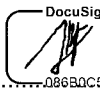
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Signed by **Mark Tydeman**

Dated

Signed by **Silver Americum Limited**

DocuSigned by:

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Andrew Gerrie (Director)

Dated 22 September 2023

NOTES

1. You can choose to agree to all of the Resolutions or none of them but cannot agree to only one of the Resolutions. 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 Knights, Midland House, West Way, Botley, Oxford OX2 0PH
- **Post:** returning the signed copy by post to Knights, Midland House, West Way, Botley, Oxford OX2 0PH
- **Email:** sending the signed copy by email to: ben.davis@knightsplc.com. Please enter "Written Resolutions" in the email subject line.

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, by 28 days of the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. 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.