

**WRITTEN RESOLUTION OF THE DIRECTORS OF GLOBAL
ROOFING SOLUTIONS (PTY) LTD (REGISTRATION NO.
2021/511200/07) ("THE COMPANY")**

We, the persons whose names appear below and who have signed this document (or any counterpart of it), are the directors of the Company. We hereby adopt the following resolutions as written resolutions in accordance with section 74 of the Companies Act No 71 of 2008, as amended ("the Act"), and agree that they shall be as valid and effective as if they had been passed at a meeting of the board of directors of the Company duly convened, constituted and held.

1. INTRODUCTION

- 1.1 The board recognises that the Company is financially distressed as envisaged in Section 128 (1)(f)(i) of the Act, specifically in that the Company is unable to pay its debts as they become due and payable now and within the succeeding 6 (six) months.
- 1.2 The board believes, for the reasons traversed in the sworn statement to be filed with this resolution, that there are reasonable prospects for the rescue of the Company as envisaged in Section 128(1)(b) of the Act.

2. IT IS RESOLVED THAT:-

- 2.1 The Company voluntarily commence business rescue proceedings in terms of Section 129(1) of the Act and be placed under supervision of business rescue practitioners.
- 2.2 Wessel de Jager (Identity No. 720510 5116 089) and Alison Timme (Identity No. 731115 0068 181) of Kroll South Africa (Pty) Ltd, situated at 4th Floor, 96 Rivonia Road, Sandton, Johannesburg, Gauteng, on the recommendation of the majority creditors, are to be appointed as the Company's business rescue practitioners ("BRPs") in terms of Section 129(3)(b) of the Act. The Company has no objection to the nomination of these persons as the joint BRPs of the Company, subject to the following being received from the BRPs:

- 2.2.1 confirmation of compliance with the requirements of Section 138 of the Act; and
- 2.2.2 written consent and acceptance of such appointment.
- 2.3 To achieve the above objectives the Company shall forthwith lodge all necessary documentation, information, the notice of Beginning of Business Rescue Proceedings (Form CoR 123.1) with the Companies and Intellectual Property Commission of South Africa ("CIPC"), and thereafter the Notice of Appointment of Business Rescue Practitioner (Form CoR123.2).
- 2.4 Gert Johannes Dercksen is hereby authorised on behalf of the Company to sign all resolutions, addendums, sworn statements and any and all documents and to do all things necessary for the Company to begin the business rescue proceedings and to appoint the joint BRPs as its joint business rescue practitioners.
- 2.5 Insofar as any action has occurred before the adoption of the resolutions set out herein, such action is hereby authorised, ratified and approved to the fullest extent permitted at law.

SIGNED AT JOHANNESBURG ON THIS THE 23RD DAY OF JULY 2026



ANDREW JOHN DEWAR



GARETH MILES DRUCE



GERT JOHANNES DERCKSEN