



Share Purchase Agreement

THIS AGREEMENT is made on **2025**

BETWEEN:

1. Aquila Services Group plc (the “Company”), incorporated and registered in England and Wales with company number 08988813 and having its registered office at Tempus Wharf 29A, Bermondsey Wall West, London, SE16 4SA; and

2. [Selling Shareholder Name] of [address] (the “Seller”).

1. Purchase and Sale of Shares

1.1 The Seller agrees to sell, and the Company agrees to purchase, **[]** fully paid ordinary shares of £0.05 each in the capital of the Company (the “Shares”).

1.2 The purchase price for the Shares shall be £0.13 per Share, amounting to a total consideration of **£[]** (the “Consideration”).

2. Completion

2.1 Completion of the sale and purchase of the Shares shall take place following the passing of the shareholder resolution approving this Agreement, or at such other time as the parties may agree in writing subject to the seller.

(a) the Seller shall deliver to the Company a duly executed stock transfer form in respect of the Shares together with the relevant share certificates in the seller’s name; and following receipt;

(b) the Company shall pay the Consideration to the Seller in by electronic transfer to the Seller’s nominated account.

3. Warranties

3.1 The Seller warrants that: (a) he/she is the sole legal and beneficial owner of the Shares; (b) the Shares are fully paid and free from all liens, charges, encumbrances or other third-party rights; and (c) the Seller has full right, power and authority to transfer the Shares to the Company under this Agreement.

5. Conditions

This Agreement is conditional upon the approval of the shareholders of the Company by ordinary resolution under section 694 of the Companies Act 2006 and the above matters.

6. Governing Law

This Agreement and any dispute or claim arising out of or in connection with it shall be governed by and construed in accordance with the laws of England and Wales.

EXECUTED as an agreement by the parties on the date first above written.

Signed for and on behalf of Aquila Services Group plc

Signed by [Selling Shareholder Name]

Signature:

Signature:

Name:
Director