

**COMPANY NUMBER 00596273**

**THE COMPANIES ACT 2006  
SPECIAL RESOLUTION  
OF  
ASHROSE PROPERTIES LIMITED  
Passed on 5 August 2019**

MONDAY



A13 \*A8G1GE7V\* 14/10/2019 #80  
COMPANIES HOUSE  
A25 \*A8CHCG2R\* 23/08/2019 #85  
COMPANIES HOUSE

At a general meeting of the above named company, duly convened and held at

67 Templars Avenue, London, NW11 0NU on 5 August 2019

The following resolution was duly passed: -

1. The Company's articles of association are altered by deleting the whole of clause 5 of its memorandum of association in force immediately before 1 October 2009 which is treated as a provision of the Company's articles.

2. The articles of association be amended to provide for the insertion of the following clauses

3.1 The Share Capital of the Company is divided into A Ordinary shares, B Ordinary Shares, C Ordinary Shares and D Ordinary shares. The share Capital of the Company is divided into 51 A Ordinary Shares of £1 each, 10 Ordinary B Shares of £1 each, 10 Ordinary C shares of £1 each and 29 Ordinary D Shares of £1 each.

3.2 The rights attaining the Ordinary A, Ordinary B, Ordinary C and Ordinary D shares shall be as follow

- (a) The Holders of the A Ordinary Shares, B Ordinary Shares and C Ordinary Shares shall rank *pari passu* with regard to entitlement to dividends provided always that the directors may at any time resolve to declare either dividend payments of different amounts payable on each class of share or a dividend on one class of share to the exclusion of another provided and any dividends declared in respect of Ordinary B Shares and Ordinary C shares shall not exceed in respect of each of those classes 35% of the declared distributable profits and any dividends declared in respect of Ordinary A shares shall not exceed 1% of the declared distributable profits.

- (b) As regards voting, the holders of the B Ordinary Shares and C Ordinary Shares shall be entitled to receive notice of or attend and vote either in person or by proxy at any General meeting of the Company.
- (c) As regards return of Capital in respect of the B Ordinary Shares, C Ordinary Shares and D Ordinary Shares on a return of capital on liquidation or otherwise except on a redemption or purchase by the Company of any Shares, the surplus assets of the Company remaining after the payment of its liabilities shall be used in paying to each holder of B Ordinary Shares, C Ordinary Shares and D Ordinary Shares in respect of each Ordinary Share of which it is the holder.

Signed.....

Chairman