

Company number: 01640583

PRIVATE COMPANY LIMITED BY SHARES

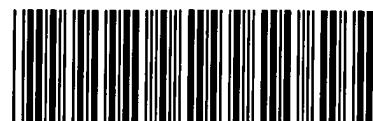
WRITTEN RESOLUTIONS

of

URBAN WATERSIDE LIMITED

(the "Company")

THURSDAY



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23/04/2020

#56

COMPANIES HOUSE

Circulation Date.....31 March 2020

In accordance with the provisions of Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolutions 1 and 2 below are passed as ordinary resolutions and that resolutions 3 and 4 are passed as special resolutions (together the "Resolutions", and each a "Resolution").

ORDINARY RESOLUTIONS

1. **THAT** the following additional share classes be created, which will have the rights attached to them as are set out in the attached new articles of association to be adopted pursuant to Resolution 4:-
 - a. "A" ordinary shares of £1 each in the capital of the Company;
 - b. "B" ordinary shares of £1 each in the capital of the Company; and
 - c. "C" ordinary shares of £1 each in the capital of the Company.
2. **THAT** the directors be generally and unconditionally authorised, in accordance with section 551 of the Companies Act 2006 (the "Act"), to allot equity securities (as defined in section 560 of the Act) in the Company and to grant rights to subscribe for, or to convert any security into, 300 shares in the capital of the Company ("Rights") up to a maximum aggregate nominal amount of £300, provided that this authority will expire on the date being five years from the date on which this Resolution is passed, but the Company may before this authority expires make an offer or agreement which would or might require shares to be allotted or Rights granted after this authority expires and the directors may allot shares and grant Rights pursuant to such offer or agreement as if this authority had not expired.

SPECIAL RESOLUTION

3. **THAT** any rights of pre-emption, whether contained in the Company's existing articles of association, the articles of association to be adopted pursuant to Special Resolution 4, section 561(1) of the Act or otherwise, be waived and dis-applied in respect of the allotments of shares referred to in Resolution 1.

4. **THAT**, the draft articles of association attached to the Resolutions be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.


AGREEMENT

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

The undersigned, being the members entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:


Howard Edward Hagan

Date..... 31 March 2020


Sylvia Anne Hagan

Date..... 31 March 2020

NOTES

- 1 If you agree with the Resolution, 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:
 - (a) **By hand:** delivering the signed copy to The Directors, 154 Ashley Road, Hale, Altrincham, Cheshire, WA15 9SA.
 - (b) **By post:** returning the signed copy by post to The Directors, 154 Ashley Road, Hale, Altrincham, Cheshire, WA15 9SA.
 - (c) **By email:** returning a scanned signed copy by email to James.King@irwinmitchell.com.
 - (d) If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.
- 3 Unless, by 28 days following the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, 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.