

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

**SAS HOLDINGS LIMITED
(the Company)**

Circulation Date: 26 January 2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the Act), the Directors of the Company propose that the following resolutions (the Resolutions) be passed as respectively a special resolution and an ordinary resolution:

SPECIAL RESOLUTION

1. **THAT** the paid up issued share capital of the Company be reduced by £44.37, from £166,795.36 divided into 166,396 ordinary shares of £1.00 each, 19,967 A ordinary shares of £0.01 each and 19,966 B ordinary shares of £0.01 each, to £166,750.99, divided into 166,396 ordinary shares of £1.00 each, 15,530 A ordinary shares of £0.01 each and 19,969 B ordinary shares of £0.01 each in the capital of the Company **AND THAT** such reduction be effected by cancelling and extinguishing those 4,437 of the issued A ordinary shares of £0.01 each in the capital of the Company which are held by the Company itself as at the date of this resolution and the amount by which the share capital is so reduced be credited to a reserve and treated for the purposes of Part 23 of the Act as a realised profit.

ORDINARY RESOLUTION

2. In accordance with section 239 of the Act, the Company hereby ratifies all conduct by all and any directors of the Company amounting to negligence, default, breach of duty or breach of trust in relation to the Company in respect of an attempted own-share purchase of 4,437 of the issued A ordinary shares of £0.01 each in the capital of the Company undertaken by the Company in November 2018 and the shareholders of the Company waive any right of action against the directors in relation to that attempted buyback.

AGREEMENT

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

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

FRIDAY



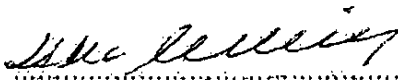
A9XP1W3D

A13

05/02/2021

#344

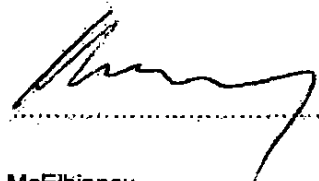
COMPANIES HOUSE

Signed 

Date 19/01/2021

A L McElhinney

Number of shares held: 17,324 ordinary shares

Signed 

Date 26 Jan 2021

Edward McElhinney

Number of shares held: 9,152 ordinary shares

Signed

Date

Mark McElhinney

Number of shares held: 30,000 ordinary shares

Signed

Date

Kathryn McElhinney

Number of shares held: 30,000 ordinary shares

Signed

Date

Anita Thomas

Number of shares held: 30,000 ordinary shares

Signed

Date

A L McElhinney

Number of shares held: 17,324 ordinary shares

Signed *M. McElhinney*

Date *26 January 2021*

Mark

Edward McElhinney

80,000

Number of shares held: ~~9,452~~ ordinary shares

Signed

Date

~~.....~~

~~Number of shares held: 30,000 ordinary shares~~

Signed

Date

Kathryn McElhinney

Number of shares held: 30,000 ordinary shares

Signed

Date

Anita Thomas

Number of shares held: 30,000 ordinary shares

Signed

Date.....

A L McElhinney

Number of shares held: 17,324 ordinary shares

Signed

Date.....

Edward McElhinney

Number of shares held: 9,152 ordinary shares

Signed

Date.....

Mark McElhinney

Number of shares held: 30,000 ordinary shares

Signed

Date.....

Kathryn McElhinney

Number of shares held: 30,000 ordinary shares

Signed Anita Thomas

Date 26 Jan 2021

Anita Thomas

Number of shares held: 30,000 ordinary shares

Number of shares held: 30,000 ordinary shares

Signed K. McElhinney Date 26th Jun 2021
Kathryn McElhinney

Number of shares held: 30,000 ordinary shares

Signed Date.....
Anita Thomas

Number of shares held: 30,000 ordinary shares

Signed Date.....
Siobhan McElhinney

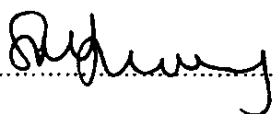
Number of shares held: 49,920 ordinary shares

SAS Holdings Limited

Registered Office: 28 Sutton Park Avenue, Earley, Reading, Berkshire, England, RG6 1AZ

NOTES

1. If you agree to the Resolutions and, if applicable, the Consent, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by email to smcelhinney@sasint.co.uk. You can agree to both of the Resolutions (if you are an eligible member in respect of both Resolutions) or neither of them, but you cannot agree to only one of the Resolutions.
2. 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.
3. Once you have indicated your agreement to the Resolutions you may not revoke your agreement.
4. Unless, by the date falling 15 days after 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.
5. 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

Signed 

Date 26 Jan 21

Siobhan McElhinney

Number of shares held: 49,920 ordinary shares

SAS Holdings Limited

Registered Office: 28 Sutton Park Avenue, Earley, Reading, Berkshire, England, RG6 1AZ

NOTES

1. If you agree to the Resolutions and, if applicable, the Consent, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by email to simcelhinney@sasint.co.uk. You can agree to both of the Resolutions (if you are an eligible member in respect of both Resolutions) or neither of them, but you cannot agree to only one of the Resolutions.
2. 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.
3. Once you have indicated your agreement to the Resolutions you may not revoke your agreement.
4. Unless, by the date falling 15 days after 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.
5. 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.