

Company Number 04390228

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

HALLMARK CONNECTIONS LIMITED (the "Company")

Circulation Date 14 June 2023 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "**Resolution**").

**SPECIAL RESOLUTION**

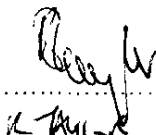
- 1 That the amount of £3,389,000 standing to the credit of the share premium account of the Company be and is hereby reclassified as a distributable reserve and offset against the accumulated negative revenue reserves in the balance sheet of the Company.

**AGREEMENT**

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

The undersigned, being the sole person entitled to vote on the Resolution on the Circulation Date, hereby agrees to the Resolution.

Signature

  
.....

Print name:

.....

Director duly authorised for and on

behalf of (print company name)

BTMA PLC  
.....

Date:

14/6/23  
.....

SATURDAY



A18 \*AC5W8F5U\* 17/06/2023 #9  
COMPANIES HOUSE

## **NOTES**

- 1 If you agree with the Resolution, please indicate your agreement by one of the following methods:
  - 1.1 if you received the Resolution by e-mail by replying to that e-mail and stating in your reply your name and that you agree to the Resolution; or
  - 1.2 if you received the Resolution via an electronic signing platform, by applying your electronic signature to the Resolution above your name (which shall also be taken as confirmation of your identity) and completing the signing process within the signature platform; or
  - 1.3 by signing and dating this document where indicated above and returning it to the Company either:
    - 1.3.1 by e-mail: by sending a scanned copy of the signed and dated Resolution to [simon.dunn@rotala.co.uk](mailto:simon.dunn@rotala.co.uk); or
    - 1.3.2 by hand or post: by delivering the signed and dated Resolution to Rotala Group Headquarters, Cross Quays Business Park, Hallbridge Way, Tividale, Oldbury, West Midlands, England, B69 3HW, marked "For the attention of Simon Dunn".
- 2 If you are indicating agreement to the Resolution on behalf of a company or person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority with your indication of agreement.
- 3 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.
- 4 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 5 When agreement to the Resolution has been received from members representing 75% of the total voting rights, it will be deemed passed. Unless within the period of 28 days beginning with the Circulation Date sufficient agreement has been received for the Resolution to pass, it will lapse.
- 6 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.