### THE COMPANIES ACT 2006

# **COMPANY LIMITED BY SHARES**

### WRITTEN RESOLUTIONS

of

### **BURCHELLS OF BRIGHTON LIMITED**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the undersigned, being all the members of the Company who at the date of these resolutions are entitled to attend and vote at general meetings of the Company, hereby unanimously pass the following resolutions with resolution 1 being passed as an ordinary resolution and resolution 2 being passed as a special resolution (the "**Resolutions**") and agree that the Resolutions shall for all purposes be as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held:-

## **SPECIAL RESOLUTIONS**

1. **THAT** the regulations contained in the document attached to these Resolutions be and are hereby approved and adopted as the new Articles of Association of the Company (the "**New Articles**") in substitution for, and to the exclusion of, the Company's existing Articles of Association.

### **ORDINARY RESOLUTIONS**

- 2. **THAT** any actions taken by the officers of the Company, prior to the date of these Resolutions, that are capable of being ratified, confirmed, approved or adopted, are hereby ratified, confirmed, approved and adopted as actions of the Company.
- 3. THAT, subject to Resolution 1 being passed, 1 Ordinary A share of £1.00 in the capital of the Company and registered in the name of Lucy Jane Whitaker be and is hereby redesignated as 1 Ordinary C share of £1.00 each, such share having the right and being subject to the restrictions as set out in the New Articles adopted pursuant to Resolution 1.

#### **AGREEMENT**

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

The undersigned, being persons entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

Signed:	
x Am	Date: 4 April 2023
Daphne Whitaker	
Lawrence Whitaker	Date: 4 April 2023
x Sullvitabet Sally Whitaker	Date: 4 April 2023
Lucy Whitaker	Date: 4 April 2023

### Notes

- 1. If you agree to the Resolutions, 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:
  - By Hand: delivering the signed copy to the directors.
  - Post: returning the signed copy by post to the directors.

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.

- 2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 3. Unless, within 28 days following 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.
- 4. 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.
- 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.