

Company Number: 05112997

Private Company Limited by Shares

Written Resolutions of

HLW 229 LIMITED

(the "Company")

Circulation Date: 31st March 2020 (the "**Circulation Date**")



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1. and 2. are passed as ordinary resolutions of the Company and resolutions 3 and 4 be passed as special resolutions of the Company (the "**Resolutions**");

ORDINARY RESOLUTIONS

1. SUB-DIVISION OF SHARES

Subject to the passing of Resolution 4, the 800 ordinary shares of £1 each in the capital of the Company be sub-divided into 80,000 ordinary shares of £0.01 each.

2. REDESIGNATION OF SHARES

Subject to the passing of resolutions 1 and 4, the issued share capital of the Company be altered and redesignated so that:

- 2.1 69,997 ordinary shares of £0.01 in issue be redesignated as 69,997 A ordinary shares of £0.01 each;
- 2.2 10,000 ordinary shares of £0.01 in issue be redesignated as 10,000 B ordinary shares of £0.01 each;
- 2.3 1 ordinary share of £0.01 be redesignated as 1 C ordinary share;
- 2.4 1 ordinary share of £0.01 be redesignated as 1 D ordinary share; and
- 2.5 1 ordinary share of £0.01 be redesignated as 1 E ordinary share.

SPECIAL RESOLUTIONS

3. DISAPPLICATION OF PRE-EMPTION RIGHTS

All rights of pre-emption contained in the articles of association of the Company or otherwise be and are hereby disapplied in respect of the following shares transfers and the Directors be and are hereby authorised to register the same:

Transferor	Transferee	Number and Description of Share(s)
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Robert David Victor Broadbent	Jack Andrew Fordyce	1 C ordinary share of £0.01
Robert David Victor Broadbent	Angela Tunnard	1 D ordinary share of £0.01
Robert David Victor Broadbent	Baiba Enite	1 E ordinary share of £0.01

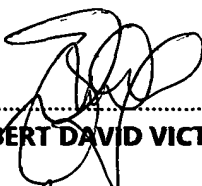
4. NEW ARTICLES

The regulations contained in the printed document attached hereto be and hereby are adopted as the Articles of Association of the Company (the "**New Articles**") 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 Resolutions.

The undersigned, being the eligible members entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.



ROBERT DAVID VICTOR BROADBENT

Dated: 31/ March 2020



AUDREY STANLEY

Dated: 31st March 2020

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 at Whitley Hall Hotel, Whitley Hall Elliott Lane, Grenoside, South Yorkshire, S35 8NR.

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 of the Circulation Date sufficient agreement has been received for the Resolutions to pass, it 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 holder appears 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.