

**Company Number: 05367160**

**The Companies Act 2006**  
**Company Limited by Shares**  
**Written Resolutions**

**of**  
**Horton Grange Country House Hotel Limited**  
**(Company)**

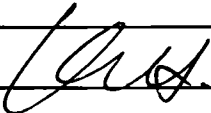
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the following resolutions (**Resolutions**) are passed as special resolutions:

**Special Resolutions**

1. That the 1 ordinary share of £1 in the capital of the Company be subdivided into 100 ordinary shares of £0.01 in the capital of the Company.
2. That, subject to the passing of resolution 1, the following redesignation be approved:
  - 2.1 49 ordinary shares of £0.01 each in the capital of the Company be redesignated into 49 A shares of £0.01 each in the capital of the Company;
  - 2.2 51 ordinary shares of £0.01 each in the capital of the Company be redesignated into 51 B shares of £0.01 each in the capital of the Company;subject to the rights and restrictions set out in the new articles of association to be adopted pursuant to resolution 3 below.
3. That, subject to the passing of resolutions 1 and 2, the draft articles of association attached to this resolution be approved and adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the Company's existing memorandum of association and articles of association.

**Agreement**

The undersigned, who was entitled to vote on the Resolutions on **5 October 2023** (**Circulation Date**), hereby irrevocably agrees to the Resolutions:

Date	Member	Signature
5 October 2023	Keverne Thomas Watt	

**Notes**

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions
2. 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 Muckle LLP, Time Central, 32 Gallowgate, Newcastle upon Tyne, Tyne and Wear, NE1 4BF.

- **Post:** returning the signed copy by post to Muckle LLP, Time Central, 32 Gallowgate, Newcastle upon Tyne, Tyne and Wear, NE1 4BF.
3. 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.
  4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
  5. Unless, by the date 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to be passed they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date.
  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 Company's register of members.
  7. 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.