

DISHFORTH UK LIMITED

(No. 05846206)

WRITTEN RESOLUTIONS

CIRCULATION DATE:

8th Sept. 2020

The board of directors of Dishforth UK Limited (the **Company**) proposes the attached resolutions to be passed as written resolutions of the Company in accordance with the Companies Act 2006. We are sending this statement and the text of the proposed resolutions to you as an eligible member on the date of this statement, which is the circulation date of the proposed resolutions.

The proposed resolutions must be passed by the date which is 28 days from the Circulation Date (the **Lapsing Date**). If not passed by that Lapsing Date then the resolutions will lapse.

If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated below and returning it to the Company using one of the following methods:

- 1 by hand: by delivering the signed copy to the directors at the Company's registered office; or
- 2 by post: by returning the signed copy by post to the directors at the Company's registered office.

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. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.

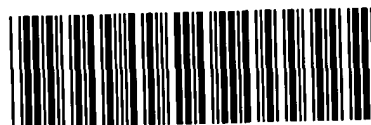
The resolutions are proposed as special resolutions. This means that they will be passed if the Company receives, before the Lapsing Date, signified agreement from members representing at least 75% of the total voting rights of eligible members of the Company.

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.

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.

The next page sets out the text of the resolutions proposed by the board as written resolutions of the Company.

SATURDAY



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COMPANIES HOUSE

DISHFORTH UK LIMITED

(No. 05846206)

WRITTEN RESOLUTIONS

CIRCULATION DATE: 8th Sept. 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (as amended), we, being the undersigned eligible members of the Company entitled to receive notice of and to attend and vote at general meetings of the Company on the above circulation date, hereby pass the following resolutions as written resolutions and agree that, if duly passed, they 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 draft articles of association attached to these resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing memorandum and articles of association.
- 2 That, in accordance with section 618 of the Companies Act 2006 and subject to the passing of Resolution 1 above, each ordinary share of £1.00 in the capital of the Company shall be subdivided into 100 ordinary shares of £0.01 each.
- 3 That, for the purposes of section 630 of the Companies Act 2006 and otherwise and subject to the passing of Resolution 2 above, the existing shares in the capital of the Company shall be re-classified and re-designated as follows in accordance with the terms of the new articles of association of the Company:
 - 3.1 100 ordinary shares of £0.01 each shall be re-designated and re-classified as 100 T ordinary shares of £0.01 each; and
 - 3.2 100 ordinary shares of £0.01 each shall be re-designated and re-classified as 100 N ordinary shares of £0.01 each.
- 4 That (for the purposes of section 630 of the Companies Act 2006 and otherwise) the shares set out in Resolution 3 above shall have the rights attaching to their respective classes as set out in the new articles of association of the Company adopted pursuant to Resolution 1 above.

AGREEMENT

The members whose signatures appear below, being eligible members entitled to vote on the above resolutions on the circulation date noted above, hereby agree to the above resolutions.

Judith Hodgson

Judith Hodgson as senior holder of the shares held by the Trustees of the K Hodgson Personal Settlement

Date: 8th Sept. 2020

NOTE

A special resolution will be passed once members representing at least 75% of the total voting rights of eligible members signify their agreement to it. The requisite percentage must be achieved within the period of 28 days beginning on the circulation date specified above. 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.