

Company Number: 06985418

WRITTEN RESOLUTION

OF

HUNTERS LODGE CARE HOMES LIMITED (the "Company")

Circulation Date: 18 SEPTEMBER 2021 ("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

"THAT Articles 4, 5 and 6 of the Company's articles of association are removed in their entirety and an additional article 7(c) is inserted to read as follows:

7(c) Notwithstanding anything contained in these articles, the directors shall not decline to register any transfer (a "**Transfer**") of any share where such transfer:-

(1) is to any bank, institution or other person to which such shares have been charged by way of security, or to any nominee of such a bank, institution or other person (or a person acting as agent or security trustee for such person) (a "**Secured Institution**"); or

(2) is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares; or

(3) is executed by a Secured Institution or its nominee, or any third party transferee, the Secured Institution may in its absolute discretion select or any receiver (similar officer) pursuant to a power of sale or other power existing under such security, and a certificate from the Secured Institution, its nominee or any receiver (or similar officer) that the shares are or are to be subject to such security and the transfer is in accordance with the provisions of this Article shall be conclusive evidence of such facts."

AGREEMENT

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

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

Signature: .....

For and on behalf of  
Great Oak Care Homes Limited

Print Name: Stephen Richard Geach, Director

DATED 18 SEPTEMBER 2021

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**Notes**

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document within the space provided and return it to the Company.
2. If you are indicating agreement to the Resolution 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 with your indication of agreement.
3. Please note that once you have agreed to the Resolution, you may not revoke your agreement.
4. If you do not agree to the Resolution, you do not have to do anything further: you will not be deemed to agree if you fail to reply.
5. Unless within the period of 28 days beginning with the Circulation Date sufficient agreement has been received for the Resolution to be passed, it will lapse. If you therefore agree to the Resolution please ensure that it is received by the Company within 28 days of the Circulation Date.