

Number of Company: 07221367

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

DOLPHIN HOMES (HOLDINGS) LIMITED (the "Company")



Circulation Date 5 April 2022 2024 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act") the directors of the Company ("Directors") propose that resolution 1 be passed as a special resolution and resolution 2 be passed as an ordinary resolution ("Resolutions").

Special Resolution

- 1 **THAT** pursuant to section 21 of the Act, the articles of association attached to this written resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

Ordinary Resolution

- 2 **THAT** in accordance with section 551 of the Act, the directors be unconditionally authorised to allot:
- 2.1 200 C ordinary shares of £1.00 each in the capital of the Company up to an aggregate nominal amount of £200; and
- 2.2 260 non-voting D ordinary shares of £1.00 each in the capital of the Company up to an aggregate nominal amount of £260.

Unless renewed, varied or revoked by the Company, this authority shall expire 5 years from the date this resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act.

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 Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

Signature:
DocuSigned by:
Fiona Gibson
394505FC8508457.....

BGF Nominees Limited, acting by a director, acting under authority from BGF Investments LP

Date: 5 April 2022

Signature:

Nicholas Peter Heather

Date:

5 APRIL 2022

Signature:

Andrew Winning

Date:

Notes:

- 1 You can choose to agree to all of Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
- 2 Once you have indicated your agreement to the Resolutions you may not revoke your agreement.
- 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 Unless sufficient agreement has been received to pass the Resolutions by the date 28 days from the Circulation Date, they will lapse. If you agree to the Resolutions please ensure that your agreement reaches us before or during that date.
- 5 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
- 6 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.

Signature:

Nicholas Peter Heather

Date:

Signature:

DocuSigned by:
Andrew Winning
3C2F8DE448DD48C.....

Andrew Winning

Date: 5 APRIL 2022

Notes:

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