

Company Number: 07882874

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- of -

PLACE CAPITAL GROUP LIMITED

(Company)

Circulation Date: 19 July 2022

Pursuant to Chapter 2 of part 13 of the Companies Act 2006 (**Act**), the directors of the Company (**Directors**) propose that resolution 1 is passed as a special resolution (the **Resolution**).

SPECIAL RESOLUTION

- 1 **THAT** the draft regulations attached to this resolution be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, all existing articles of association.

AGREEMENT

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


The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

DocuSigned by:

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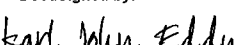
Peter John Martin

Date: 19 July 2022

DocuSigned by:

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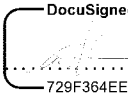
David Smith-Milne

Date: 19 July 2022

DocuSigned by:

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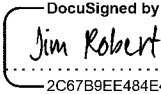
Karl John Eddy

Date: 19 July 2022

DocuSigned by:

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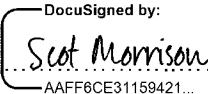
Daniel Ian Anderson

Date: 19 July 2022

DocuSigned by:

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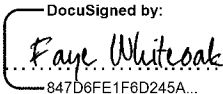
James Struan Roberts

Date: 19 July 2022

DocuSigned by:

AAFF6CE31159421...

Nicholas Scot Morrison

Date: 19 July 2022

DocuSigned by:

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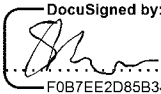
Faye Whiteoak

Date: 19 July 2022

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Date:

Stephen McCusker

DocuSigned by:

F0B7EE2D85B34EB...

Sarah Louise Renshaw

Date: 19 July 2022

Company Number: 07882874

NOTES

- 1 "Eligible Members" are the members who are entitled to vote on the Resolution on the Circulation Date.
- 2 If you agree with the Resolution, 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 the Company's registered office address

Post: returning the signed copy to the Company's registered office address
- 3 If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.
- 5 To be valid, this document must be received no later than midday on the date which is 28 days from the Circulation Date. If the Resolution are not received by this time your vote will not count. Unless sufficient eligible members sign and return the Resolution by that deadline, the Resolution will lapse.
- 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 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.