

COMPANY NUMBER: 09318964

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

Written resolution OF

LABURNUM PROPERTIES LIMITED

(the Company)

CIRCULATED ON 11 January 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution be passed as a special resolution:

SPECIAL RESOLUTION

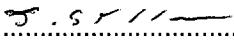
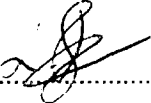
That:

- 1 the 610 fully-paid ordinary shares of £1 each which are registered in the name of Jeremy Bruce Stallman be designated 'B Shares' and the remaining 390 shares which are registered in the name of Louise Jane Stallman be designated 'A Shares', both carrying the rights and restrictions specified in the following provisions of this resolution;
- 2 the A Shares shall entitle the holders to participate, rateably in proportion to the number of shares of that class which they respectively hold and to the exclusion of the holders of shares of any other class, in only so much of the profits and surplus assets of the company as is derived from:
 - 2.1 any interest which the company owns for the time being in those freehold properties listed as follows
 - 2.1.1 15 Brecks Road, Ordsall registered at HM Land Registry under title number NT439478
 - 2.1.2 17 Brecks Road Ordsall registered at HM Land Registry under title number NT439478
 - 2.1.3 19 Brecks Road Ordsall registered at HM Land Registry under title number NT439478
 - 2.1.4 21 Brecks Road Ordsall registered at HM Land Registry under title number NT439478
 - 2.1.5 23 Brecks Road Ordsall registered at HM Land Registry under title number NT439478 (together "the A Share Properties") and
 - 2.2 the fixed and current assets employed or owned in connection with it;

- 3 the B Shares shall entitle the holders rateably in proportion to the number of shares of that class held by them respectively to participate, to the exclusion of the holders of shares of any other class, in the remainder of the company's profits and surplus assets.
- 4 the certificate of the company's auditors shall, in the absence of manifest error, be conclusive as to the amount of:
 - 4.1 the profits for any accounting reference period attributable to the A Shares and B Shares respectively; and
 - 4.2 the surplus assets so attributable on a winding up of the company;
- 5 at a general meeting:
 - 5.1 every member shall have one vote on a show of hands, and one vote for every A Share or B Share held by him in the event of a poll; and
 - 5.2 the A Shares and B Shares shall rank pari passu as one class in all other respects, except that the company shall not sell or charge the A Share Properties without the previous consent or sanction of the holders of the A Shares given in accordance with the Companies Act 2006 section 630.

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

We, the undersigned, were at the time the resolution was circulated entitled to vote on the resolution and irrevocably agree to the resolution.

Signed..... 	Date.....11 Jan 2022
JEREMY B RUCE STALLMAN	
Signed..... 	Date.....11 Jan 2022
LOUISE JANE STALLMAN	

EXPLANATORY NOTES FOR SHAREHOLDERS

- 1 If you agree to the resolution, please signify your agreement by signing and dating this document where indicated above and returning it to the Company
- 2 If you do not agree to the above resolution, you do not need to do anything.
- 3 Once you have signified your agreement to the resolution, you may not revoke your agreement.
- 4 Unless, by 8 Feb 2022 sufficient agreement has been received for the resolution to be passed, it will lapse. If you agree to the resolution, please ensure that signification of your agreement reaches us before or on this date.
- 5 Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (ie, members who were entitled to vote at the time the resolution was circulated) representing a simple majority of the total voting rights of eligible members signify their agreement to it. Sufficient agreement will have been reached to pass a special resolution if eligible members representing not less than 75% of the total voting rights of eligible members signify their agreement to it.
- 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.