

**HALLMARK GROUP HOLDINGS LIMITED ("the Company")**  
Company No 10234159

**Written Resolutions of the Shareholders of the Company**

Circulation Date: 6<sup>th</sup> August 2020

The following resolutions are proposed by the Directors of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006:

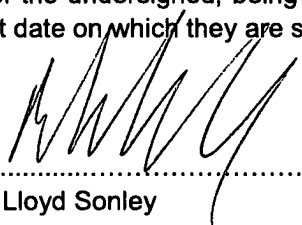
**Special Resolutions**

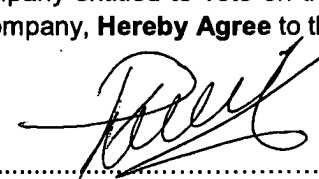
1. IT WAS NOTED that in a written resolution of the shareholders dated 5 November 2019, the reclassification of shares at resolution 1 incorrectly referred to the reclassification of 100,000 Ordinary Shares of £1.00 each in the capital of the Company (87,500 of which are registered in the name of Baden Lloyd Sonley and 12,500 of which are registered in the name of Virginija Petraityte) as 100,000 A Ordinary Shares of £1.00 each.
2. IT WAS RESOLVED that the intention of the shareholders was to reclassify the entire issued share capital, being 1,000,000 Ordinary Shares of £1.00 each (875,000 of which are registered in the name of Baden Lloyd Sonley and 125,000 of which are registered in the name of Virginija Petraityte) as 1,000,000 A Ordinary Shares of £1.00 each and that a second Companies House Form SH08 be filed at Companies House to update the online records.

Dated: 6<sup>th</sup> August 2020

The notes at the end of this document indicate how you can signify your agreement to the above resolutions. Please read those notes.

Each of the undersigned, being the members of the Company entitled to vote on the above resolutions on the first date on which they are sent to members of the Company, **Hereby Agree** to the above resolutions:

  
.....  
Baden Lloyd Sonley

  
.....  
Virginija Petraityte

Date of signature: 6/8/2020

Date of signature: 6/6/2020



A13 10/08/2020 #117  
COMPANIES HOUSE

**Notes:**

1. These written resolutions are first sent or submitted to members of the Company on the Circulation Date.
2. To signify agreement to these written resolutions, a member should sign and date them and return them to the Company within 28 days of the Circulation Date using one of the following methods:
  - 2.1 by hand: delivering the signed copy to Baden Sonley;
  - 2.2 by post: returning the signed copy to Baden Sonley at the Company's registered office;
  - 2.3 by email: by sending an e-mail to [baden@hallmarkpanels.com](mailto:baden@hallmarkpanels.com) confirming your agreement to the resolutions.

A member's agreement to these written resolutions, once signified, cannot be revoked.

3. These written resolutions will lapse if they are not passed before the end of the period of 28 days beginning with the Circulation Date. A member who signs them and returns them to the Company after the expiry of that period will not be regarded as signifying his agreement to them.
4. These written resolutions will be passed once members representing at least 75% of the total voting rights of the members who would have been entitled to vote on them on the Circulation Date have signified their agreement to them.