

Company number 10331541
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
MINORITY VENTURE PARTNERS 4 LIMITED (Company)

CIRCULATION DATE 2nd March 2021

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 is passed as a special resolution and resolutions 2 to 4 are passed as ordinary resolutions (**Resolutions**).

SPECIAL RESOLUTION

1. Articles of Association

THAT the draft articles of association annexed to these Resolutions (**New Articles**) be adopted as the articles of association for the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

ORDINARY RESOLUTIONS

2. Authority to Allot

THAT, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £0.02 comprising of 1 G Ordinary Share of £0.01 each and 1 H Ordinary Share of £0.01 each (having the rights prescribed to them in the New Articles to be adopted pursuant to Resolution 1 above) provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of this resolution 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 revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

3. Re-designation of Shares - A Shares

THAT, the 312 A ordinary shares of £0.10 each in the capital of the Company held by James McCaffrey be re-designated as 312 F ordinary shares of £0.10 each in the capital of the Company having the rights set out in the New Articles of the Company to be adopted pursuant to Resolution 1 above.

4. Re-designation of Shares - C Shares

THAT, the 125 C ordinary shares of £1.00 each in the capital of the Company held by Kim Martin be re-designated as 125 E ordinary shares of £1.00 each in the capital of the Company having the rights set out in the New Articles of the Company to be adopted pursuant to Resolution 1 above.

AGREEMENT

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

The undersigned, the persons entitled to vote on the Resolutions on the circulation date, hereby irrevocably agree to the Resolutions:

Signed by **PETER CULLUM**

Date

2/3/21

Signed by **ANN CULLUM**

Date

2/3/21

Signed by **PETER CULLUM on behalf
of the PETER CULLUM DISCRETIONARY
SETTLEMENT TRUST**

Date

2/3/21

Signed by **JAMES MCCAFFREY**

Date

2/3/21

Signed by **KIM MARTIN**

Date

2/3/21

Signed by **DAVID MARGRETT**

Date

2/3/21

Signed by **ANDREW HUNTER**

Date

2/3/21

Signed by **SIMON CULLUM**

Date

2/3/21

Signed by **ALISON HOGAN**

Date

2/3/21

Signed by **ALAN JOHNSON**

Date

2/3/21

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version using or of the following delivery methods:

By hand or post: to Charlotte Lane at Knights plc, Horizon House, Eclipse Park, Sittingbourne Road, Maidstone, Kent ME14 3EN

By email: by attaching a scanned copy to an email and sending it to charlotte.lane@knightsplc.com. Please type Written Resolutions in the email subject box

You may not return the Resolutions to the Company by any other method.

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.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

3. Unless by the expiry of the period ending 28 days from the circulation date sufficient agreement is received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

4. 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 when returning this document.