

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**BHDB ASSOCIATES LTD**

*(Registered in England and Wales with Registered Number 10534486)*

**WRITTEN RESOLUTIONS**

**CIRCULATION DATE:** 14/07/2021 **2021**

**Pursuant to Chapter 2 of Part 13 of the Companies Act 2006**

**Please read the Notes at the end of this document before signifying your agreement to any of the Resolutions**

The directors of the Company propose that the resolution numbered 1 is passed as a special resolution and the resolution numbered 2 is passed as ordinary resolution.

	<b>SPECIAL RESOLUTION</b>	<b>For</b>	<b>Against</b>
<b>1.</b>	THAT the draft regulations attached to these written resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of associations.	<b>x</b>	
	<b>ORDINARY RESOLUTION</b>	<b>For</b>	<b>Against</b>
<b>2.</b>	THAT, each of the 100 issued ordinary shares of £1 of the capital of the Company is hereby redesignated as 10 B ordinary shares of £1 in the capital of the Company and 90 A ordinary shares of £1 in the capital of the Company having the rights and being subject to the restrictions set out in the articles of association adopted pursuant to resolution 1.	<b>X</b>	

Please read the notes at the end of this document before signifying your agreement to the resolutions set out in it (**Resolutions**).

The undersigned, being a person entitled to vote on the Resolutions on the circulation date, hereby irrevocably agrees to the Resolutions.

**Signature:**

J E Beckman

**Name:**

Jill Beckman

**Date:**

14/07/2021

**Shareholding:**

39 ordinary shares of £1 each

## NOTES

1. These written resolutions have been proposed by the directors of the Company. The purpose of each resolution is:

Resolution 1:

As the resolution is a special resolution the requisite majority needed to pass the resolution is members representing a 75% majority of the total voting rights of the members eligible to vote.

Resolution 2:

As the resolution is an ordinary resolution the requisite majority needed to pass the resolution is members representing a simple majority of the total voting rights of the members eligible to vote.

2. The circulation date of these written resolutions is the date stated as such at the head of this document.
3. If you wish to vote *in favour* of a Resolution please put an 'X' in the **For** box next to that Resolution. If you wish to vote *against* a Resolution please put an 'X' in the **Against** box next to that Resolution or leave both boxes next to that Resolution blank.
4. If there are no Resolutions you agree with, you do not need to do anything: you will not be deemed to agree if you fail to reply.
5. Once you have indicated your voting intentions please sign against your name where indicated and enter the date on which you signed the document and return it to the Company using one of the following methods:
  - (a) **By Hand:** delivering the signed copy to the Board of Directors, at the Company's registered office.
  - (b) **Post:** returning the signed copy by post to the Board of Directors, at the Company's registered office.
  - (c) **E-Mail:** e-mailing the (scanned) signed copy to the Board of Directors.
6. If you return the document signed, but undated, it will be assumed by the Company that you signed the document on the day immediately preceding the day on which it was received by the Company.
7. These written resolutions will be passed as soon as the requisite majority of eligible members have signified their agreement to them.
8. If not passed by the requisite majority of members, these written resolutions shall lapse on the date 28 days after the circulation date of this document. If you agree to all or any of the Resolutions, please ensure that your agreement reaches us on or before or this date.
9. 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.
10. 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.
11. Once these Resolutions have been signed and returned to the Company, your agreement to them may not be revoked.