

COMPANY NO. 10536402

APARTMENTS FOR LONDON LTD

("Company")

WRITTEN RESOLUTIONS

CIRCULATED ON 5 NOVEMBER 2020

COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

Note: This document is important and requires your immediate attention.
Please read the explanatory statement to members before signifying your agreement to the resolution in this document.

EXPLANATORY STATEMENT TO MEMBERS

NATURE OF WRITTEN RESOLUTIONS

This document contains proposed written resolutions of the Company for approval by you as a member of the Company.

Each of the resolutions are proposed as either:

1 an ordinary resolution which requires members holding more than 50% per cent of the total voting rights of members entitled to vote on the resolution to vote in favour of it to be passed; or

2 a special resolution which requires members holding at least 75% per cent of the total voting rights of members entitled to vote on the resolution to vote in favour of it to be passed.

PERIOD TO APPROVE WRITTEN RESOLUTIONS

If the Company has not received the necessary level of members' agreement to pass the resolutions by close of business on the date falling 28 days after the date these written resolutions were first circulated to members ("**Lapse Date**"), the resolutions will lapse.

ACTION REQUIRED IF YOU WISH TO APPROVE THE RESOLUTIONS

Please signify your agreement to the resolutions by completing your details and signing and dating the document in the boxes provided and returning them to the Company by delivering your signed and dated document by hand or by post to the Company's registered address marked "For the attention of the directors".

The Company's registered office is at: Arthur G Mead Limited, 4th Floor Fitzrovia House, 153-157 Cleveland Street, London, United Kingdom, W1T 6QW.

Once you have signified your agreement to the resolutions, you cannot revoke them. Please ensure that your agreement reaches us no later than the close of business on the Lapse Date.

Please note that you can only agree to all of the resolutions and not some only.

ACTION REQUIRED IF YOU DO NOT WISH TO AGREE TO THE RESOLUTIONS

You do not have to do anything. Failure to respond will not be treated as agreement to the resolutions.

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the directors of the Company propose that at the same time the resolutions numbered 1 and 2 are passed as special resolutions and the resolutions numbered 3 and 4 are passed as ordinary resolutions.

SPECIAL RESOLUTION

1. 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 association.

2. THAT in accordance with section 570 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 3, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:

(a) be limited to the allotment of equity securities up to an aggregate nominal amount of £1,671; and

(b) expire on the date which is 5 years from the circulation date of these written resolutions (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

ORDINARY RESOLUTIONS

3. THAT each of the 1,671 issued ordinary shares of £1 in the capital of the Company registered in the name of SMG UK Multifam Limited be and is hereby redesignated as a preference share 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 and the remaining 3,329 issued ordinary shares of £1 in the capital of the Company remain designated as ordinary shares of £1 each having the rights and being subject to the restrictions set out in the articles of association adopted pursuant to resolution 1.

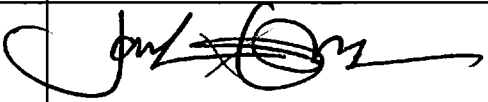
4. THAT, in accordance with section 551 of the Act, the directors of the Company (or a duly constituted committee of the directors) be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £1,671 provided that this authority shall, unless renewed, varied or revoked by the

Company, expire on which is 5 years from the circulation date of these written resolutions 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.

Agreement to written resolutions

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

We, the undersigned, being the only persons entitled to vote on the above resolutions, irrevocably agree to such resolutions:

Name of member:	Goldsmith Capital Partners Ltd.	
Signed:	 Director – Duly Authorised	
		Dated: 12 November 2020.

Name of member:	SMG UK Multifam Limited	
Signed: Director – Duly Authorised	
		Dated: 2020.

Name of member:	Mark Chitty	
Signed:	
		Dated: 2020.

Name of member:	Andrew Searle	
Signed:	
		Dated: 2020.

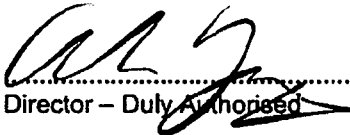
Company, expire on which is 5 years from the circulation date of these written resolutions save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority revokes and replaces all unexercised authorities previously granted to the directors.

Agreement to written resolutions

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

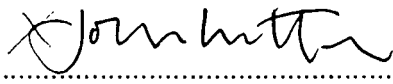
We, the undersigned, being the only persons entitled to vote on the above resolutions, irrevocably agree to such resolutions:

Name of member:	Goldsmith Capital Partners Ltd.	Dated: 2020.
Signed: Director – Duly Authorised	

Name of member:	SMG UK Multifam Limited	Dated: November 12 th 2020.
Signed:	 Director – Duly Authorised	

Name of member:	Mark Chitty	Dated: 2020.
Signed:	

Name of member:	Andrew Searle	Dated: 2020.
Signed:	

Name of member:	Lord John Matthew Patrick Hutton	Dated: 12 November 2020.
Signed:		

Name of member:	Steven Norris	Dated: 2020.
Signed:	

Name of member:	The Executors of the estate of the late Baroness Tess Jowell	Dated: 2020.
Signed: Executor Executor	

NOTES

1. You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company using one of the following methods:

- **By hand:** delivering the signed copy to Jonathan Goldsmith, Director, Apartments for London Ltd.
- **Post:** returning the signed copy by post to Jonathan Goldsmith Director, Apartments for London Ltd, Arthur G Mead Limited, 4th Floor Fitzrovia House, 153-157 Cleveland Street, London, United Kingdom, W1T 6QW.

- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to johnny@apartmentsforlondon.org. Please enter "Written resolutions dated 5 November 2020" in the e-mail subject box.

You may not indicate your agreement to the Resolutions by any other method.

If you do not agree to all of 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 Lapse Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

4. 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.

5. 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.