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Company Number: 10554118

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CAMBRIDGE COUNTRY CLUB GROUP LIMITED (Company)

12 January 2024
.....**2023** (Circulation Date)

Birketts LLP
12.01.2024

Under Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006), the directors of the Company propose that resolution 1 is passed as a special resolution (Resolution).

SPECIAL RESOLUTION

THAT with immediate effect the Articles of Association of the Company be amended as follows:

1. "Article 7 of the Model Articles shall be amended by:
 - 1.1 the insertion of the words for the time being at the end of article 7(2)(a); and
 - 1.2 the insertion in article 7(2) of the words (for so long as they remain the sole director) after the words and the director may."
2. "Article 11 of the Model Articles shall be amended by:
 - 2.1 the insertion of the words "Subject to article 11(3)" at the start of article 11(2)
 - 2.2 The insertion of a new article 11(3) which will read: "If and so long as the Company shall have only one director, article 7(2) of the Model Articles shall apply and the sole director shall be entitled to exercise all the powers and shall carry out all the duties assigned to directors. In such instance, the quorum for the transaction of business shall be one director."
 - 2.3 By renumbering current article 11(3) as 11(4)."

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3. "Article 14 of the Model Articles shall be amended as follows:

3.1 If a proposed decision of the directors is concerned with an actual or proposed transaction or arrangement with the company in which a director is interested, that director shall be counted as participating in the decision-making process for quorum or voting purposes."

AGREEMENT

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

The undersigned being entitled to vote on the Resolution on the Circulation Date hereby irrevocably agrees to the Resolution:

Signed for and on behalf of LOUISE RODY

DocuSigned by:

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Date 12 January 2024

NOTES

1. If you agree to the Resolution, 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 Faye Power, Birketts LLP, Brierly Place, New London Road, Chelmsford, Essex CM2 0AP.
- Post: returning the signed copy by post to Faye Power, Birketts LLP, Brierly Place, New London Road, Chelmsford, Essex CM2 0AP.
- E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to faye-power@birketts.co.uk. Please enter "Written resolution of Cambridge Country Club Group Limited " in the e-mail subject box.

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

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

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2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, 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.