

Company No: 11115650

WRITTEN RESOLUTIONS

of

ARROW EXETER (PHASE 2) LIMITED

(the "Company")

Circulation Date: 22 December 2023

Pursuant to Chapter 2, Part 13 of the Companies Act 2006 (the "Act") the directors of the Company propose that resolution 1 is passed as an ordinary resolution and resolution 2 is passed as a special resolution (the "Resolutions"):

ORDINARY RESOLUTION

Authority to allot

1. THAT, subject to the passing of the Special Resolution, the directors of the Company be generally and unconditionally authorised pursuant to section 551 of the Act to exercise all and any powers of the Company to allot ordinary shares of £1.00 each in the capital of the Company, each having the respective rights and subject to the respective restrictions set out in the articles of association of the Company. This authority shall be valid for a period expiring (unless previously renewed, varied or revoked by the Company) 5 years after the date in which this Resolution is passed, save that the Company may before expiry of this authority make an offer or agreement which would or might require shares to be allotted after expiry of this authority and the directors may allot shares in pursuance of that offer or agreement as if this authority had not expired.

This authority is in addition to all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares or grant of rights already made or offered or agreed to be made pursuant to such authorities.


SPECIAL RESOLUTION

Disapplication of pre-emption rights

2. THAT, the Directors be generally empowered pursuant to s.569 of the Act to allot equity securities (within the meaning of s.560 of the Act) as if s.561 of the Act did not apply to such allotment.

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

We, the undersigned, being all of the members of the Company who at the date of circulation of this resolution would have been entitled to vote on the resolution, agree to the above resolution.

Signed 

Signed for and on behalf of Arrow I Limited

By: Tim Trott

Date: 22 December 2023 | 10:28 GMT

EXPLANATORY NOTES FOR SHAREHOLDER

1. If you agree to the Resolutions, please signify your agreement by signing and dating this document where indicated above and returning it using one of the following methods:
 - 1.1 BY HAND: by delivering the signed copy to Jake Simons at Goodwin Procter (UK) LLP, 100 Cheapside, London, EC2V 6DY.
 - 1.2 BY POST: by returning the signed copy by post to Jake Simons at Goodwin Procter (UK) LLP, 100 Cheapside, London, EC2V 6DY.
 - 1.3 BY E-MAIL: by attaching a scanned copy of the signed document to an e-mail and sending it to JSimons@goodwinlaw.com.
2. If you do not agree to the above Resolutions, you do not need to do anything.
3. Once you have signified your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, by the date that is 28 days after the Circulation Date sufficient agreement has been received for the Resolutions to be passed they will lapse. If you agree to the Resolutions, please ensure that signification of your agreement reaches us before or on this date.
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.

