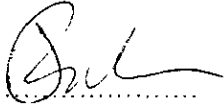


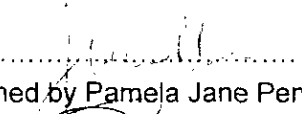
Company No: 11391112

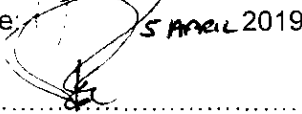
HAMBRIDGE GROUP HOLDINGS LIMITED
("Company")

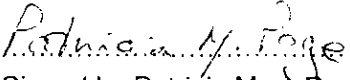
Written Consent to a variation of class rights

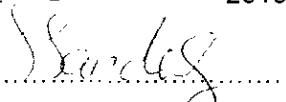
In accordance with section 630 of the Companies Act 2006 and/or the Company's articles of association, we, being the holders of at least 75% in nominal value of the issued A ordinary shares of £1 each in the capital of the Company, hereby irrevocably consent to and sanction the passing of the resolutions set out in the attached written resolutions and every variation, modification or abrogation of the rights, privileges and restrictions attaching to the A ordinary shares of £1 each as a class of shares which will or may be effected by the passing of such written resolutions.


Signed by Jeremy Robin Sanders
Date: 5 APRIL 2019


Signed by Pamela Jane Pendleton
Date: 5 APRIL 2019


Signed by Rupert Elliott Page
Date: 5 APRIL 2019


Signed by Patricia Mary Page
Date: 5 APRIL 2019


Signed by Elsie Lynne Sanders
Date: 5 APRIL 2019



**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

**HAMBRIDGE GROUP HOLDINGS LIMITED
("Company")**

Written Resolution

**2019
("Circulation Date")**

Pursuant to 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 9 (inclusive) are passed as ordinary resolutions:

SPECIAL RESOLUTION

- 1 That, subject to the passing of resolutions 2 to 9 below, the articles of association in the form attached to this resolution ("New Articles") be adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company.

ORDINARY RESOLUTIONS

- 2 That, subject to the passing of resolution 1 above, each of the 2,792 A ordinary shares of £1 each in the capital of the Company be subdivided into two A ordinary shares of £0.33 each in the capital of the Company and one A ordinary share of £0.34 each in the capital of the Company.
- 3 That, subject to the passing of resolutions 1 and 2 above, 2,792 of the 5,584 A ordinary shares of £0.33 each (being half the holding of each holder of A ordinary shares of £0.33 each) in the capital of the Company be redesignated into 2,792 A1 ordinary shares of £0.33 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.
- 4 That, subject to the passing of resolutions 1, 2 and 3 above, the remaining 2,792 A ordinary shares of £0.33 each in the capital of the Company be redesignated into 2,792 A2 ordinary shares of £0.33 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.
- 5 That, subject to the passing of resolutions 1, 2, 3 and 4 above, the 2,792 A ordinary shares of £0.34 each in the capital of the Company be redesignated into 2,792 A3 ordinary shares of £0.34 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.

- 6 That, subject to the passing of resolution 1 above, each of the two B ordinary shares of £1 each in the capital of the Company be subdivided into two B ordinary shares of £0.33 each in the capital of the Company and one B ordinary share of £0.34 each in the capital of the Company.
- 7 That, subject to the passing of resolutions 1 and 6 above, two of the four B ordinary shares of £0.33 each (being half the holding of each holder of B ordinary shares of £0.33 each) in the capital of the Company be redesignated into two B1 ordinary shares of £0.33 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.
- 8 That, subject to the passing of resolutions 1, 6 and 7 above, the remaining two B ordinary shares of £0.33 each in the capital of the Company be redesignated into two B2 ordinary shares of £0.33 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.
- 9 That, subject to the passing of resolutions 1, 6, 7 and 8 above, the two B ordinary shares of £0.34 each in the capital of the Company be redesignated into two B3 ordinary shares of £0.34 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.

AGREEMENT

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

We, being the eligible members of the Company hereby irrevocably agree to the resolutions.

.....
Signed by Jeremy Robin Sanders
Date: 2019

.....
Signed by Pamela Jane Pendleton
Date: 2019

.....
Signed by Rupert Elliott Page
Date: 2019

.....
Signed by Patricia Mary Page
Date: 2019

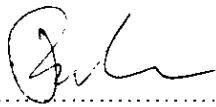
.....
Signed by Elsie Lynne Sanders
Date: 2019

Company No: 11391112

HAMBRIDGE GROUP HOLDINGS LIMITED
("Company")

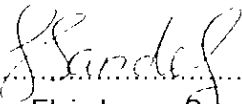
Written Consent to a variation of class rights

In accordance with section 630 of the Companies Act 2006 and/or the Company's articles of association, we, being the holders of at least 75% in nominal value of the issued B ordinary shares of £1 each in the capital of the Company, hereby irrevocably consent to and sanction the passing of the resolutions set out in the attached written resolutions and every variation, modification or abrogation of the rights, privileges and restrictions attaching to the B ordinary shares of £1 each as a class of shares which will or may be effected by the passing of such written resolutions.



.....
Signed by Jeremy Robin Sanders

Date: **5 APRIL** 2019



.....
Signed by Elsie Lynne Sanders

Date: **5 APRIL** 2019

**THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

**HAMBRIDGE GROUP HOLDINGS LIMITED
("Company")**

Written Resolution

**2019
("Circulation Date")**

Pursuant to 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 9 (inclusive) are passed as ordinary resolutions:

SPECIAL RESOLUTION

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- 3 That, subject to the passing of resolutions 1 and 2 above, 2,792 of the 5,584 A ordinary shares of £0.33 each (being half the holding of each holder of A ordinary shares of £0.33 each) in the capital of the Company be redesignated into 2,792 A1 ordinary shares of £0.33 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.
- 4 That, subject to the passing of resolutions 1, 2 and 3 above, the remaining 2,792 A ordinary shares of £0.33 each in the capital of the Company be redesignated into 2,792 A2 ordinary shares of £0.33 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.
- 5 That, subject to the passing of resolutions 1, 2, 3 and 4 above, the 2,792 A ordinary shares of £0.34 each in the capital of the Company be redesignated into 2,792 A3 ordinary shares of £0.34 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.

- 6 That, subject to the passing of resolution 1 above, each of the two B ordinary shares of £1 each in the capital of the Company be subdivided into two B ordinary shares of £0.33 each in the capital of the Company and one B ordinary share of £0.34 each in the capital of the Company.
- 7 That, subject to the passing of resolutions 1 and 6 above, two of the four B ordinary shares of £0.33 each (being half the holding of each holder of B ordinary shares of £0.33 each) in the capital of the Company be redesignated into two B1 ordinary shares of £0.33 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.
- 8 That, subject to the passing of resolutions 1, 6 and 7 above, the remaining two B ordinary shares of £0.33 each in the capital of the Company be redesignated into two B2 ordinary shares of £0.33 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.
- 9 That, subject to the passing of resolutions 1, 6, 7 and 8 above, the two B ordinary shares of £0.34 each in the capital of the Company be redesignated into two B3 ordinary shares of £0.34 each in the capital of the Company, having the rights and being subject to the restrictions set out in the New Articles adopted pursuant to resolution 1.

AGREEMENT

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

We, being the eligible members of the Company hereby irrevocably agree to the resolutions.

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