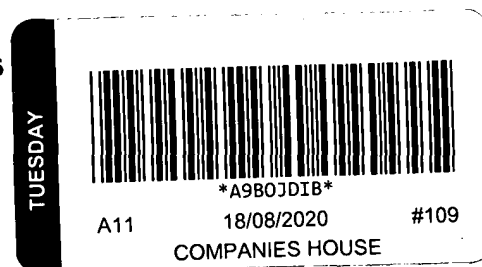


Company number: 11499942

**SECTION 288 COMPANIES ACT 2006**

**HTYT LIMITED  
(the Company)**

**WRITTEN RESOLUTION**



**Circulation Date:**

**4<sup>th</sup> August 2020**

We, being the members of the Company entitled to attend and vote at a General Meeting of the Company, hereby pass the following ordinary resolutions of the Company (the **Resolutions**) pursuant to chapter 2 of part 13 of the Companies Act 2006 (as amended) and agree that the Resolutions shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened.

**ORDINARY RESOLUTIONS**

1. **THAT** the directors be generally and unconditionally authorised pursuant to section 551 of the 2006 Act to exercise all the powers of the Company to allot A ordinary, B ordinary and C ordinary in the capital of the Company having the rights and being subject to the restrictions applicable to such shares set out in the articles of association of the Company as adopted by Resolution 3 below, but so that:
  - a. the maximum number of shares that may be allotted under this authority are
    - i. A shares with an aggregate nominal value of £11; and
    - ii. C shares with an aggregate nominal value of £5.
  - b. this authority shall, unless renewed, varied or revoked by the Company, expire after a period of 5 years from the date of the passing of these Resolutions; and
  - c. all unexercised authorities already vested in the directors as at the date of this resolution to allot shares are revoked.

**SPECIAL RESOLUTIONS**

1. **THAT** in accordance with section 570 of the 2006 Act, the directors of the Company be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by Resolution 1, as if section 561(1) of the 2006 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 £55; and
  - (b) expire five years from the date the Resolutions are passed (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 of the Company may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this Resolution has expired.
2. **THAT** the draft regulations attached to these Resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

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



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Gregory Nugent

4th August 2020

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Date



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Godric Smith

4th August 2020

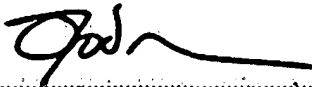
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Pat Asher

4th August 2020

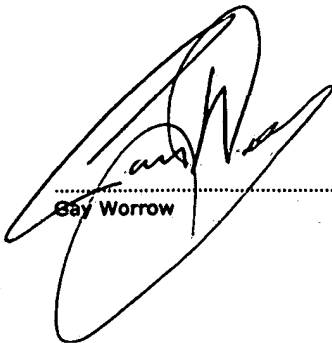
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Charlotte Todman

04.08.2020

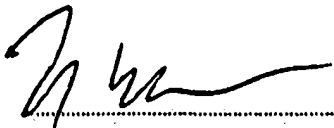
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Gay Worrow

4th August 2020

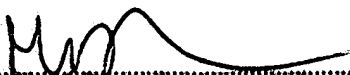
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James Chen

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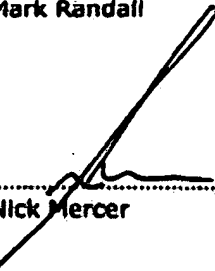
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Mark Randall

4th August 2020


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Date



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Nick Mercer

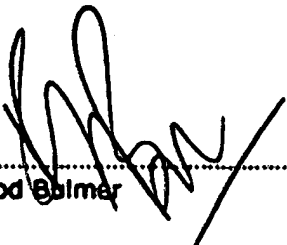
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Tim Shipman

4th August 2020  
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Rod Balmer

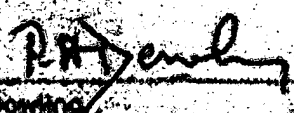

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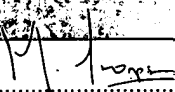
  
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Richard Harvey

4th August 2020  
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Date

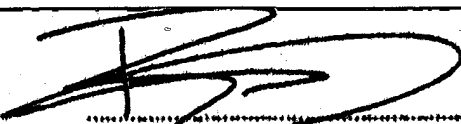
  
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Lauren Harvey

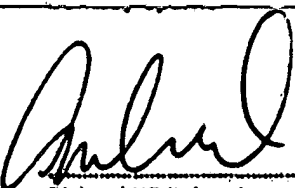
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Date

 ..... Paul Downing	4th August 2020 ..... Date
 ..... Mark Thompson	4th August 2020 ..... Date

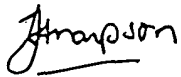
  
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Mark Thompson

4th August 2020  
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Date

 ..... Barnaby Spurr	3 <sup>rd</sup> AUGUST 2020 ..... Date
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Richard Whitehead

4-8-2020  
.....  
Date



Jemma Thompson

4th August 2020

01.08.2020

Date



Nina Ferrier

4th August 2020

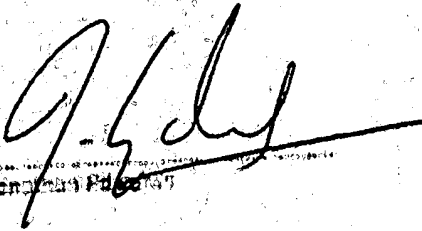
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Charles Wijeratna

30 July 2020

Date



Jendray Edgerton

4th August 2020

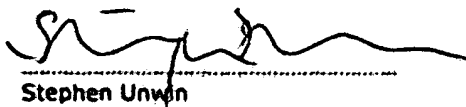
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Ian Ellis

4th August 2020

Date



Stephen Unwin

2nd August 2020

Date



Martin Allene

3/08/20

Date



Stuart Anning

3/08/20

Date

## NOTES

1. If you agree to 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 the Company, at its registered office;

**By Post:** returning the signed copy by post to the Company, at its registered office; or

**By E-mail:** scanning and sending the signed copy by e-mail to [jemma@htyt.co.uk](mailto:jemma@htyt.co.uk)

2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless sufficient agreement has been received within 28 days of the circulation date referred to above 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.
5. 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.
6. 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.
7. The Resolutions must be delivered to Companies House within 15 days.