

# OAKVIEW CARE GROUP LIMITED

Company number: 11945325

Registered office address: 14-20 Overfield Road, Birmingham, B32 3BA

## WRITTEN SHAREHOLDERS' RESOLUTION

CIRCULATION DATE: 27 March 2023

TUESDAY



A13 \*AC09NW01\* 28/03/2023 #65  
COMPANIES HOUSE

### SPECIAL RESOLUTION 1

That 1 of the Ordinary Shares of £1 each in the share capital of the Company held by Jagdeep Singh Khatkar be hereby re-designated as a B Ordinary Share with the following rights:

- A right to receive notice of and attend at general meetings of the Company but no right to vote;
- No right to a return of capital on liquidation;
- No right of redemption; and
- A right to receive a dividend and to be considered separately by the Directors of the Company in deciding whether a dividend should be paid.

### SPECIAL RESOLUTION 2

That 1 of the Ordinary Shares of £1 each in the share capital of the Company held by Jagdeep Singh Khatkar be hereby re-designated as a C Ordinary Share with the following rights:

- A right to receive notice of and attend at general meetings of the Company but no right to vote;
- No right to a return of capital on liquidation;
- No right of redemption; and
- A right to receive a dividend and to be considered separately by the Directors of the Company in deciding whether a dividend should be paid.

### SPECIAL RESOLUTION 3

That 1 of the Ordinary Shares of £1 each in the share capital of the Company held by Jagdeep Singh Khatkar be hereby re-designated as a D Ordinary Share with the following rights:

- A right to receive notice of and attend at general meetings of the Company but no right to vote;

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- No right to a return of capital on liquidation;
- No right of redemption; and
- A right to receive a dividend and to be considered separately by the Directors of the Company in deciding whether a dividend should be paid.

### **SPECIAL RESOLUTION 4**

That 1 of the Ordinary Shares of £1 each in the share capital of the Company held by Jagdeep Singh Khatkar be hereby re-designated as a E Ordinary Share with the following rights:

- A right to receive notice of and attend at general meetings of the Company but no right to vote;
- No right to a return of capital on liquidation;
- No right of redemption; and
- A right to receive a dividend and to be considered separately by the Directors of the Company in deciding whether a dividend should be paid.

### **SPECIAL RESOLUTION 5**

That 1 of the Ordinary Shares of £1 each in the share capital of the Company held by Jagdeep Singh Khatkar be hereby re-designated as a F Ordinary Share with the following rights:

- A right to receive notice of and attend at general meetings of the Company but no right to vote;
- No right to a return of capital on liquidation;
- No right of redemption; and
- A right to receive a dividend and to be considered separately by the Directors of the Company in deciding whether a dividend should be paid.

So that Jagdeep Singh Khatkar thereafter holds 295 Ordinary Shares of £1 each in the share capital of the Company.

### **SPECIAL RESOLUTION 6**

That the articles of association of the Company be amended by the insertion of new clause 22B, namely:

That the B Ordinary share of £1.00 each in the capital constitute a separate class of share and have the following rights and restrictions attached:

- A right to receive notice of and attend at general meetings of the Company but no right to vote;
- No right to a return of capital on liquidation;

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- No right of redemption; and
- A right to receive a dividend and to be considered separately by the Directors of the Company in deciding whether a dividend should be paid.

### **SPECIAL RESOLUTION 7**

That the article of association of the Company be amended by the insertion of new clause 22C, namely:

That the C Ordinary share of £1 each in the capital constitute a separate class of share and have the following rights and restriction attached:

- A right to receive notice of and attend at general meetings of the Company but no right to vote;
- No right to a return of capital on liquidation;
- No right of redemption; and
- A right to receive a dividend and to be considered separately by the Directors of the Company in deciding whether a dividend should be paid.

### **SPECIAL RESOLUTION 8**

That the article of association of the Company be amended by the insertion of new clause 22D, namely:

That the D Ordinary share of £1 each in the capital constitute a separate class of share and have the following rights and restriction attached:

- A right to receive notice of and attend at general meetings of the Company but no right to vote;
- No right to a return of capital on liquidation;
- No right of redemption; and
- A right to receive a dividend and to be considered separately by the Directors of the Company in deciding whether a dividend should be paid.

### **SPECIAL RESOLUTION 9**

That the article of association of the Company be amended by the insertion of new clause 22E, namely:

That the E Ordinary share of £1 each in the capital constitute a separate class of share and have the following rights and restriction attached:

- A right to receive notice of and attend at general meetings of the Company but no right to vote;
- No right to a return of capital on liquidation;
- No right of redemption; and

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- A right to receive a dividend and to be considered separately by the Directors of the Company in deciding whether a dividend should be paid.

### SPECIAL RESOLUTION 10

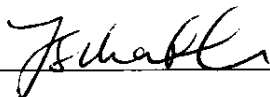
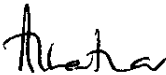
That the article of association of the Company be amended by the insertion of new clause 22F, namely:

That the F Ordinary share of £1 each in the capital constitute a separate class of share and have the following rights and restriction attached:

- A right to receive notice of and attend at general meetings of the Company but no right to vote;
- No right to a return of capital on liquidation;
- No right of redemption; and
- A right to receive a dividend and to be considered separately by the Directors of the Company in deciding whether a dividend should be paid.

### AGREEMENT

We, being eligible members of the Company (as defined in section 289 of the Companies Act 2006) and entitled to vote on these Resolutions, agree that these Resolutions be so passed and agree that they shall be as valid and effective as if they had been passed at a general meeting of the Company duly convened and held.

Name	Signature	Date
JAGDEEP SINGH KHATKAR		27/3/2023
ARVINDER KAUR KHATKAR		27/3/2023

### NOTES:

1. To signify your agreement to the Resolution, please sign and date this document where indicated above and return it to the Company. If you do not agree to the Resolution you do not need to do anything. You cannot be deemed to agree with the Resolution if you have not replied.
2. Ensure that your signed document is received by the Company no later than 30 April 2023. If the Resolution is not passed by this date, it will lapse.
3. Once given, you cannot revoke your agreement.

COMPANY NUMBER: 11945325

Oakview Care Group Limited

(the Company)

**WRITTEN CONSENT TO A VARIATION OF CLASS RIGHTS**

I, being the holder of all the issued ordinary shares of £1 each in the capital of the Company (excluding any treasury shares), irrevocably consent to the passing of the resolutions 1,2,3,4, 5 set out in the written resolution of the Company circulated on 21 March 2023 (a copy of which attached to this consent) (the **Resolution**) and to every variation or abrogation of any of the rights or restrictions attached to the ordinary shares of £1 each in the capital of the Company that results from the passing of the Resolution.

Date:.....27/3/2023.....

Shareholder name	Signature
Jagdeep Singh Khatkar	