



COMPANY NUMBER: 12075154

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

**SPECIAL RESOLUTIONS OF THE SHAREHOLDERS OF
SPOR AV LIMITED
(the "Company")**

2 December

2020 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (together the "Resolutions").

Special Resolutions

1. That the adoption of new articles of association of the Company by the shareholders in the form attached to this Resolution and initialled by any Director for the purpose of identification on 8 September 2020 be and is hereby retrospectively authorised and ratified (the "Articles"); and
2. Subject to and conditional upon the passing of Special Resolution 1 that articles 16.5 to 16.9 (inclusive) of the Articles did not apply in respect of the allotment and issue of 25 ordinary shares of £0.01 each in the capital issued to Mark Bailey on 8 September 2020.

AGREEMENT

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

The undersigned, a person entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agrees to those Resolutions as indicated above:

Signed by **CHRISTOPHER GORE**

Date

2 December 2020

Signed by **CHRISTOPHER SPENCE**

Date

2 December 2020

Signed by **MARK BAILEY**

Date

NOTES

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
By Hand: delivering the signed copy to Christopher Gore at the Company's registered office.
Post: returning the signed copy by post to Christopher Gore at the Company's registered office.
E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to mohsin.shabbir@moorcrofts.com. Please enter "Written Resolutions in the email subject box.
2. If there are no Resolutions you agree with, 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 a Resolution, you may not revoke your agreement.
4. The Resolutions will lapse unless your agreement to the Resolutions has been received by such date as is 28 days from the Circulation Date. If you agree to the Resolutions, please ensure that your agreement reaches us before 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.

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Signed by **CHRISTOPHER GORE**

Date

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Date

Signed by **MARK BAILEY**



Date 2 December 2020

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