

Company No. 12117659
THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
OF

Sugar Hut Brentwood Ltd
(the "Company")

TUESDAY



Circulated to the sole member on 1 day of August 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the following resolutions be passed as ordinary resolutions or special resolutions as specified below:

ORDINARY RESOLUTION

1. That the Company be authorised to enter into:-
 - 1.1 a term loan facility agreement pursuant to which Stondon Capital Limited ("the Lender") will make a term loan ("Loan") available to Raduga Ltd (company number: 06568223) (the "Borrower");
 - 1.2 a mortgage debenture to be executed by the Company in favour of the Lender in its capacity as security trustee pursuant to which the Company will create fixed and floating charges over all of its assets and undertaking to secure the Borrower's obligations to the Lender; and
 - 1.3 all other documents required to be entered into in connection with the Loan.

SPECIAL RESOLUTIONS

2. **THAT** the articles of association of the Company be amended by:
 - 2.1 inserting the following new article as article ~~25(5)~~²⁶⁽⁵⁾ immediately after the existing article ~~25(5)~~²⁶⁽⁵⁾ as follows:-

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~~25(6)~~²⁶⁽⁶⁾ Notwithstanding any contrary provision, nothing in these Articles shall restrict, limit, impose any obligations in relation to, or otherwise adversely affect:

 - (a) the creation, subsistence, validity or enforceability of any Charge over all or any of the shares in the capital of the Company, or
 - (b) the transfer to any party of any or all of the shares in the capital of the Company pursuant to the enforcement of such Charge,

and the directors shall promptly register any transfer of shares in the capital of the Company effected by or in favour of the holder of any Charge or by or in favour of any person to whom the holder of such Charge has assigned the benefit of the same."

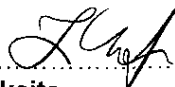
2.2 the insertion of the following definition of a "Charge" in article 1(1)

"a mortgage, charge or other security interest over all or any of the shares in the capital of the Company granted in favour of a lender by any holder of shares in the capital of the Company."

AGREEMENT

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

The undersigned, the person entitled to vote on the above resolutions on 1 August 2019, hereby irrevocably agrees to those resolutions as indicated above:


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Zivile Milusauskaite

1 August 2019
.....
Date

NOTES

1. You can agree to all of the resolutions or none of the resolutions but you cannot agree to only some of the resolutions. If you agree with 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 the Company's registered office.
- **Post:** returning the signed copy by post to the Company's registered office for the attention of the board of directors.

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.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless by 28 days beginning with the circulation date, sufficient agreement has been received for the resolutions to pass, they will lapse ("Lapse Date"). If you agree to the resolutions, please ensure that signification of your agreement reaches us on or before the Lapse Date.
4. 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.