

**Company No. 14770920**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

of

**GE & GB PROPERTY LIMITED (the Company)**

**CIRCULATION DATE: 27 November 2023**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution numbered 1 below is passed as a special resolution and the resolution numbered 2 below is passed as an ordinary resolution (together the **Resolutions**).

**SPECIAL RESOLUTION**

1. That the document attached to these Resolutions and marked "A" for the purposes of identification be and is hereby adopted as the new articles of association of the Company (the **New Articles**) in substitution for the existing articles of association of the Company.

**ORDINARY RESOLUTION**

2. That, subject to the passing of resolution 1 above, each of the 100 ordinary shares of £1.00 each in the issued share capital of the Company be redesignated as A ordinary shares of £1.00 each and B ordinary shares of £1.00 each (together the **New Shares**) such that:

(a) the 50 ordinary shares of £1.00 each in the name of Gary Barlow be redesignated as 50 A ordinary shares of £1.00 each; and

(b) the remaining 50 ordinary shares £1.00 each in the name of Geoffrey Robert Egan be redesignated as 50 B ordinary shares of £1.00 each,

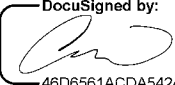
and such New Shares shall have the respective rights and be subject to the conditions set out in the New Articles.

**AGREEMENT**

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

We, the undersigned, were at the time the Resolutions were circulated entitled to vote on, and irrevocably agree to, the Resolutions.

**SIGNED by**  
**GARY BARLOW**

DocuSigned by:  
  
.....46D6561ACDA5424.....  
Signature

**SIGNED by**  
**GEOFFREY ROBERT EGAN**

DocuSigned by:  
  
.....048DB35B7CE94C5.....  
Signature

**Dated**      **27 November**      **2023**

## 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 the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning to the Company either by email to [blee@lawstep.co.uk](mailto:blee@lawstep.co.uk) or by hand or by post for the attention of **Bradley Lee, Lawrence Stephens Solicitors, 50 Farringdon Road, London, EC1M 3HE**.
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 from the Circulation Date for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before this date.
5. 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.