

Company No. NI628072

**THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF GLEN ROAD HOLDINGS LIMITED (Company)**

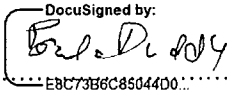
Circulation Date: 11/07 2023

Pursuant to section 288 of the Companies Act 2006 (CA 2006) we, the undersigned, being the eligible members (as defined by section 289 of the CA 2006) of the Company, signify agreement to and pass the following ordinary resolutions (the **Resolutions**) of the Company.

ORDINARY RESOLUTIONS

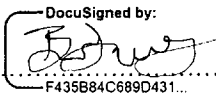
- 1 That the provisions and performance of the obligations set out in the documents listed in the appendix to this Written Resolution (**Documents**), which the Company is proposing to enter into in connection with its financing arrangements, be and are hereby approved (copies of such Documents having been supplied to the members of the Company and the Company's auditors prior to the signing of this Written Resolution), subject to such changes as the Company's directors, in their absolute discretion, think fit.
- 2 That, notwithstanding any provisions of the Company's memorandum and articles of association or any personal interest of any of the Company's directors, the Company's directors and/or secretary be and are hereby authorised and directed to execute, deliver and perform the obligations set out in the Documents and give or execute any or all notices, communications or other documents on behalf of the Company pursuant to or in connection with each of the Documents (in such manner and subject to such changes as the Company's directors, in their absolute discretion, think fit (the agreement to such changes being evidenced by the execution of such document)).
- 3 That the entry by the Company into the proposed transactions substantially on the terms set out in the Documents is in the best interests of the Company's business and will promote the success of the Company for the benefit of its members as a whole.
- 4 That the Resolutions have effect notwithstanding any term to the contrary in the Company's memorandum and articles of association or any personal interest of any of the Company's directors.

Please read the notes attached to this document before signifying your agreement to the Resolutions

Signature:  EBC73B6C8504400...

PAULA DUDDY

Date: 11.07.2023

Signature:  F435B84C689D431...

BRENDAN DUDDY

Date: 11.07.2023

Signature:
DocuSigned by:
D703DF5A76DA40A...

LAWRENCE DUDDY

Date: 11.07.2023

Signature:
DocuSigned by:
DA89038BCC404CC...

SHAUNA DUDDY

Date: 11.07.2023

Signature:
DocuSigned by:
6D631454ABCA43A...

PATRICIA DUDDY

Date: 11.07.2023

EXPLANATORY NOTES

(These explanatory notes do not part of any proposed written resolution.)

- 1 These Resolutions are proposed by the board of directors of the Company.
- 2 **Eligible members** are the members who are entitled to vote on the resolutions on the Circulation Date.
- 3 You can choose to agree to all the Resolutions or none of them but you cannot agree to only some of the Resolutions: If you agree with all the Resolutions, please indicate your agreement by signing and dating this document where indicated on the previous page and returning it to the Company before the end of the period of 28 days beginning with the Circulation Date (the **Lapse Period**) either by hand or by post to the registered office of the Company.
- 4 If you do not agree with all the Resolutions, you do not need to do anything. Failure to respond will not be treated as agreement to the Resolutions.
- 5 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 6 The Resolutions are passed when the required majority of eligible members have signified their agreement to them. However, none of the Resolutions are passed unless all of them are passed.
- 7 If the Resolutions are not passed before the end of the Lapse Period they will lapse. If the Company receives your signed document after the end of the Lapse Period your agreement to the Resolutions will be ineffective.
- 8 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.
- 9 The Documents are supplied with the Resolutions.

The Appendix

Documents

- 1 a secured syndicated facility agreement (**Facility Agreement**) to be made between the Company as parent, Glen Road Properties Limited as borrower, Strand Road Golf Limited as related borrower and corporate guarantor, Brendan Duddy and Lawrence Duddy as personal guarantors, CBRE Indirect Investment Services Limited as arranger, GFS Corporate Director II Limited as original lender, and Apex Corporate Trustees (UK) Limited as security agent (Security Agent) and Apex Group Hold Co (UK) Limited as agent.
- 2 The following documents to be entered into by (amongst others) the Company and the Security Agent:
 - (a) a Security Agreement pursuant to which the Company grants fixed and floating charges over its assets and undertakings;
 - (b) a Subordination Deed; and
 - (c) Related Facility Agreement,(each of the above as defined in the Facility Agreement).
- 3 Fee letters in respect of the Security Agent and the Agent's fees;
- 4 A certificate signed by a director of the Company confirming certain matters.
- 5 Any further documents, notices, acknowledgments or other instruments as may be ancillary, necessary, required or useful under or in connection with the Facility Agreement.