

**Company Number: 0034603**

**PUBLIC COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION**

**GLOUCESTER RUGBY LIMITED**

CIRCULATION DATE

24 March 2022

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the company propose that the following resolution is passed as a special resolution (**Resolution**).

**AMENDING ARTICLES OF ASSOCIATION**

THAT the draft articles of association produced to the meeting and, for the purposes of identification, attached to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

The main purpose of the changes are to facilitate the following:

- Add voluntary pre-emption rights;
- Add drag and tag along provisions; and
- Add provision permitting wholly virtual meetings and also make provision for satellite locations.

**AGREEMENT**

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

The undersigned, being a person entitled to vote on the special resolution on the Circulation Date, hereby irrevocably agrees to the special resolution:

Signed by:



Date:

24<sup>th</sup> March 2022