

**Company Number: 08866656**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**PRIDE PLANNING LTD**

Circulation date: 01 August 2022

**(the Circulation Date)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**2006 Act**), the sole director of the Pride Planning Ltd (**Company**) proposes that the following resolution be passed as a special resolution (the **Resolution**):-

**Special Resolution**

**THAT**, pursuant to section 21 of the 2006 Act, the articles of association of the Company be and are hereby amended as follows:

(a) The insertion of a new article 3.2 as follows:

*3.2 The following words shall be added at the end of model article article 7(2) "A sole director shall be entitled to exercise all powers and discretions conferred on the directors by the Act or the articles and nothing in these articles is to be construed as requiring the Company to have more than one director so any quorum for any meeting of the sole director will be one ".*

(b) The insertion of a new article 3.3 as follows:

*3.3 Model article 11(2) shall be removed and replaced with the following: "The quorum for directors' meetings may be fixed from time to time by a decision of the directors, but (subject to the remainder of this article 11(2)) it must never be less than two, and unless otherwise fixed it is two, save where there is a sole director, in which case, the quorum shall be one director. For the avoidance of doubt the provisions of this Article 11(2) should not be construed as the company requiring more than one director."*

## **Agreement**

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

The undersigned, an entity entitled to vote on the Resolution on the Circulation Date hereby irrevocably agrees to the Resolution:

Signed by a director, for and on  
behalf of **Nankee Limited**

*Louise Kate Austin*  
Louise Kate Austin (Jul 29, 2022 11:55 GMT+1)  
.....

Date:

..... 01/08/2022 .....

### **Notes**

1. If you agree with the Resolution, please indicate your agreement by signing and dating the document where indicated above and returning it to the Company using one of the following methods:
  - **Hand:** by delivering the signed copy to Kuit Steinart Levy LLP, 3 St Mary's Parsonage, Manchester, M3 2RD.
  - **Post:** by returning the signed copy by post to Kuit Steinart Levy LLP, 3 St Mary's Parsonage, Manchester, M3 2RD.
2. If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.
4. Unless, by 21 days from the Circulation Date sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during 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 when returning this document.