

Company number 10453844

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

nHouse Commercial Limited (**Company**)

26th April 2021 (**Circulation Date**)

Pursuant to 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**).

SPECIAL RESOLUTION

1. **THAT** the articles of association of the Company be amended by inserting:

- a) a new definition in Article 1.1 immediately following the definition of "Financial Year" and before the definition of "Member of the same Group" as follows:

"Founder means each of Mr Richard Edward Hywel Evans and Mr Nicholas Fulford-Brown who for the purposes of identification are Shareholders;"

- b) the following words at the beginning of Article 9.1, namely, "Subject to Article 9.7, the provisions of Articles 9.2 to 9.6 shall apply if," in place of the words "The provisions of Articles 9.2 to 9.6 shall apply if,"

- c) a new Article 9.7 as follows:

"The provisions of Articles 9.2 to 9.6 shall not apply in relation to a transfer of any shares to a Founder, notwithstanding that the Founder and/or any person Acting in Concert with the Founder, may acquire a Controlling Interest in the Company, and the term "Buyer" as defined in Article 9.1 shall exclude any person who is a Founder."

AGREEMENT

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



The undersigned, a person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution.

Signed by

Signature:

Print Name:

Being a holder of A ordinary shares in the
Company

Date

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NOTES

1. If you agree with the Resolution, please indicate your agreement by either:

(a) signing and dating this document where indicated above and returning the signed version either by hand or by post to the Company at Groundfloor West, Cassiobury House, 11-19 Station Road, WD17 1AP marked for the attention of Darren Barson or a scanned signed version by email to [REDACTED] or

(b) sending an email to [REDACTED] containing your full name and postal address, an attached copy of the unsigned Resolutions, and the following statement: "*I, [name], being a person entitled to vote on the resolutions circulated by NHouse Commercial Limited on [circulation date] 2021 hereby unconditionally and irrevocably agree to such resolutions.*"

You may not return the Resolution to the Company by any other method.

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.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless, by the date 28 days following the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or on this date.