

2

Company Number: 02868393

Gravitas 1061 Limited
(the "Company")

FRIDAY



A08 *A7KBNNVK* 07/12/2018 #349
COMPANIES HOUSE

**WRITTEN RESOLUTION OF THE MEMBERS OF THE COMPANY
(HOLDERS OF THE ORDINARY SHARES)
COMPANIES ACT 2006**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the board of directors of the Company propose that the following resolution is passed as a special resolution as detailed below.

SPECIAL RESOLUTION

THAT as per the clause 2.2.7 of the Company's Articles of Association the act of the Directors be and hereby unconditionally authorised, confirmed and ratified, pursuant to section 685 of the Companies Act 2006, in relation to the redemption of Preference Shares of the Company as if the pro-rata redemption of the Preference Shares as described in clause 2.2.7 of the Articles of Association of the Company ignored and overruled and such overruled shall be limited to those redemption of the Preference Shares dated 30th November 2016, 26th January 2017 and 24th November 2017.

Dated: 15 November 2018

AGREEMENT

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

We, the undersigned, being the person(s) entitled to vote on the above resolution, irrevocably agree to such resolution:

**Name of Ordinary
Shareholder**

Signature

Date of Signature

The Peter Hickman
Discretionary Settlement

Edward Hickman

15 November 2018

William Hickman

15 Nov. 2018.

Alice Bridges

15.11.2018

Henry Hickman

15 Nov 2018

Peter Hickman

15 Nov 2018.

Thomas Hickman

15.11.2018.

Celia O'Neill

15/11/2018

NOTES

1. Shareholders who wish to agree to such Resolution should signify their agreement; sign and return this document to **Suite A 1st Floor Midas House, 62 Goldsworth Road, Woking, Surrey, GU21 6LQ** marked for the attention of **Thomas Hickman**; or
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. If sufficient agreement is not received by the 28th, say following the date of circulation; then this Resolution will lapse and Shareholder(s) will not be able to indicate agreement *after that date. If you agree to the Resolution, please ensure that your agreement reaches us before that date.*
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
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.

Company Number: 02868393

Gravitas 1061 Limited
(the "Company")

**WRITTEN RESOLUTION OF THE MEMBERS OF THE COMPANY
(HOLDERS OF THE PREFERENCE SHARES)
COMPANIES ACT 2006**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the board of directors of the Company propose that the following resolution is passed as a special resolution as detailed below.

SPECIAL RESOLUTION

THAT as per the clause 2.2.7 of the Company's Articles of Association the act of the Directors be and hereby unconditionally authorised, confirmed and ratified, pursuant to section 685 of the Companies Act 2006, in relation to the redemption of Preference Shares of the Company as if the pro-rata redemption of the Preference Shares as described in clause 2.2.7 of the Articles of Association of the Company ignored and overruled and such overruled shall be limited to those redemption of the Preference Shares dated 30th November 2016, 26th January 2017 and 24th November 2017.

Dated: 15 November 2018

AGREEMENT

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

We, the undersigned, being the person(s) entitled to vote on the above resolution, irrevocably agree to such resolution:

**Name of Preference
Shareholder**

Signature

Date of Signature

Edward Hickman



15 November 2018

Alice Bridges



15 Nov. 2018

Henry Hickman



15 Nov 2018

Thomas Hickman



15.11.2018

Celia O'Neill



15/11/2018

NOTES

1. Shareholders who wish to agree to such Resolution should signify their agreement; sign and return this document to **Suite A 1st Floor Midas House, 62 Goldsworth Road, Woking, Surrey, GU21 6LQ** marked for the attention of **Thomas Hickman**; or
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. If sufficient agreement is not received by the 28th, say following the date of circulation; then this Resolution will lapse and Shareholder(s) will not be able to indicate agreement after that date. If you agree to the Resolution, please ensure that your agreement reaches us before that date.
4. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
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.