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**WRITTEN RESOLUTIONS OF**  
**FAIRHOLD HOMES (NO. 6) LIMITED (THE "COMPANY")**  
**COMPANY NUMBER 03697440**

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Circulation Date: 27 August 2021 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company (the "**Directors**") propose that each of Resolution 1, Resolution 2, Resolution 3 and Resolution 4 below be passed as ordinary resolutions of the sole shareholder of the Company (the "**Sole Shareholder**") (Resolution 1, Resolution 2, Resolution 3 and Resolution 4 together, being the "**Resolutions**").

**RESOLUTION 1 – AUTHORITY TO ISSUE A NEW CLASS OF SHARES**

"THAT, in accordance with article 22 of the existing articles of association of the Company (the "**Articles**" and each an "**Article**"), the Company be authorised to issue a new class of ordinary shares of £1.00 each in the capital of the Company, with such rights and restrictions attaching thereto as set out in the Articles."

**RESOLUTION 2 – GRANT OF AUTHORITY TO CAPITALISE**

"THAT, in accordance with Article 36, £24,325,564 standing to the credit of the Company's reserves not represented by share capital or share premium be and is hereby capitalised and appropriated as capital to the Sole Shareholder and that the Directors, subject to the passing of Resolution 3, be and are hereby authorised to apply such sum in paying up in full 24,325,564 of ordinary shares with a nominal value of £1.00 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, to the Sole Shareholder (the "**Bonus Issue**")."

**RESOLUTION 3 – GRANT OF AUTHORITY TO ALLOT**

"THAT, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot 24,325,564 ordinary shares with a nominal value of £1.00 each in the capital of the Company, provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years after the passing of this resolution."

**RESOLUTION 4 – CAPITALISATION AND APPLICATION OF SHARE PREMIUM**

"THAT, subject to the approval of Resolutions 1, 2 and 3 above, with effect from the date of the Bonus Issue, the remaining reserves of the Company not represented by share capital or share premium as at the date of the Bonus Issue (up to £24,325,565) be capitalised and applied as share premium in respect of the ordinary shares of £1.00 each in the capital of the Company in accordance with Article 36."

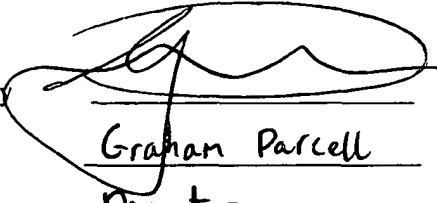
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## AGREEMENT

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

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

Signed by 

Name:

Graham Parcell

Title:

Director

Date:

27 August 2021

For and on behalf of **Fernando PropCo Holdings Limited**  
in its capacity as sole shareholder of the Company

## NOTES

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

1. This document is proposed by the directors of the Company.
2. This document is sent to eligible members on the Circulation Date.
3. "Eligible members" are the members who would have been entitled to vote on the Resolutions on the Circulation Date.
4. To signify your agreement to this document and to the Resolutions, please sign and date this document where indicated above and return it to the Company using one of the following delivery methods:
  - **By hand.** Delivering the signed and dated copy marked "*For the attention of Kelvin Mahal*" to Akin Gump LLP, Eighth Floor, Ten Bishops Square, London, E1 6EG, United Kingdom.
  - **Post.** Returning the signed and dated copy by post marked "*For the attention of Kelvin Mahal*" to Akin Gump LLP, Eighth Floor, Ten Bishops Square, London, E1 6EG, United Kingdom.
  - **By email.** By returning a scanned signed and dated copy by email to [kelvin.mahal@akingump.com](mailto:kelvin.mahal@akingump.com).

If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

5. Once you have indicated your agreement to this document and the Resolutions, you may not revoke your agreement.
6. Unless by the date which is 28 days beginning on the Circulation Date sufficient agreement has been received for the Resolutions to pass, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before such date.
7. 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 of the Company.
8. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a certified copy of the relevant power of attorney or authority when returning this document.