

Company Number: 03970652

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTIONS  
OF  
OAKDENE FINE WINE IMPORTERS LIMITED (COMPANY)

CIRCULATION DATE: 9 January 2024 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the Directors of the Company propose that the following resolutions (**Resolutions**) are passed as special resolutions:

**SPECIAL RESOLUTIONS**

1. **THAT** the new Articles of Association in the form attached to this resolution (**New Articles**) be approved and with immediate effect adopted as the articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association.
2. **THAT**, subject to the passing of resolution 1 above, the following shares in the capital of the Company be redesignated as follows, having the rights and being subject to the restrictions set out in the New Articles:

Shareholder	Existing No. and Class of Shares	New No. and Class of Shares
Pauline Gilson Discretionary Settlement	3 "E" Ordinary Shares of £1.00 each	1 "F" ordinary share of £1.00, 1 "G" ordinary share of £1.00 each and 1 "H" ordinary share of £1.00 each

**AGREEMENT**

Please read the Notes attached to this document before signifying your agreement to the Resolutions.

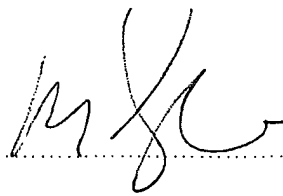
The undersigned, being the members eligible to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

We hereby certify that this is a true and correct  
copy of the original  
Dated This 10 Day of January 2024

Napthens  
7 Winckley Square  
Preston



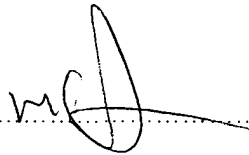
Signed by **MARK GILSON**



Dated

9 January 2024

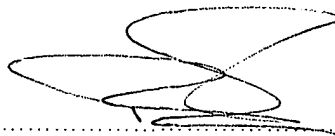
Signed by **MICHAEL JOHN GILSON**



Dated

9 January 2024

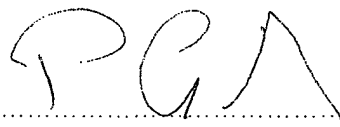
Signed by **PAUL GILSON**



Dated

9 January 2024

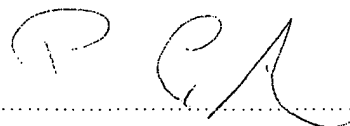
Signed by **PAULINE EDITH GILSON**



Dated

9 January 2024

Signed by **PAULINE EDITH GILSON as trustee of the PAULINE GILSON DISCRETIONARY SETTLEMENT**



Dated

9 January 2024

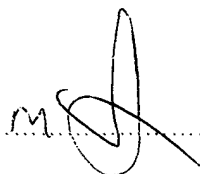
Signed by **MARK DAVID GILSON as trustee of the PAULINE GILSON DISCRETIONARY SETTLEMENT**



Dated

9 January 2024

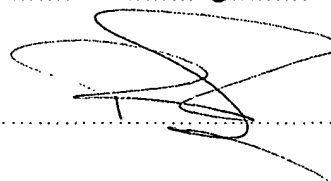
Signed by **MICHAEL JOHN GILSON** as trustee  
of the **PAULINE GILSON DISCRETIONARY  
SETTLEMENT**



Dated

9 January 2024

Signed by **PAUL DOUGLAS GILSON** as trustee  
of the **PAULINE GILSON DISCRETIONARY  
SETTLEMENT**



Dated

9 January 2024

**NOTES:**

1. If you agree to the Resolutions, please sign and date this document to confirm your agreement and then return it to the Company using one of the following methods:
  - **By Hand:** delivering the signed copy to the Company's Registered Office; or
  - **Post:** returning the signed copy by post to Company's Registered Office.
2. 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.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. The Resolutions set out above will lapse if the required majority of eligible members have not signified their agreement to it within 28 days of the Circulation Date. If you agree to the Resolutions please ensure that your agreement reaches us before that 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 or authority when returning this document.