

Company Number: 07212452

Private company limited by shares

**Written Resolutions
of
MJE PROPERTIES LIMITED
(the Company)
on**

09 August 2021

(the Circulation Date)

Please read the notes below before signifying your agreement to the resolutions below.

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose the following resolutions as written resolutions of the Company:

BY SPECIAL RESOLUTION

	For	Against
<p>That the articles of association of the Company be amended by inserting a new Article 17.6 as follows:</p> <p>"17.6 Notwithstanding anything otherwise provided in these articles (whether by way of or in relation to pre-emption rights, restrictions on or conditions applicable to share transfers or otherwise);</p> <p>(a) the directors shall not decline to register any transfer of shares nor suspend the registration thereof where such transfer is in favour of:</p> <p>(i) a chargee or mortgagee of any shares; or</p> <p>(ii) any nominee of a chargee or mortgagee of any shares;</p> <p>(iii) a purchaser of any shares from a chargee or mortgagee (or its nominee) of any shares; or</p> <p>(iv) a purchaser of any shares from any receiver, administrative receiver or administrator appointed by a chargee or mortgagee of any shares,</p> <p>and a certificate by an officer of the relevant chargee or mortgagee that the relevant transfer is within paragraph (i), (ii), (iii) or (iv) above shall be conclusive evidence of that fact, and</p> <p>(b) no transferor of any shares in the Company or proposed transferor of such shares to a chargee or mortgagee in accordance with paragraph 17.6(a) above or its nominee shall (in either such case) be</p>	<p>X</p>	

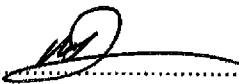
required to offer the shares which are or are to be the subject of any transfer as aforesaid to the shareholders for the time being of the Company or any of them and no such shareholder shall have any right under the articles or otherwise howsoever to require such shares to be transferred to them whether for any valuable consideration or otherwise."		
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BY ORDINARY RESOLUTION

		For	Against
1	That the terms of, and the transactions contemplated by, the Company's entry into the Finance Documents (as such term is defined in a facility agreement dated or about the date hereof between (amongst others) Secure Trust Bank plc as lender and the Company as borrower) be and are hereby approved and are in the best interests of the Company and will promote the success of the Company for the benefit of the members as a whole and are hereby approved.	X	
2	That the directors of the Company are authorised to do, or authorise anyone to do, the following on behalf of the Company: <ul style="list-style-type: none"> (a) execute and deliver the Finance Documents, in their current form or with any changes the directors, or anyone authorised by the directors, may approve; and (b) execute and/or deliver any other documents or take any other action in relation to the Finance Documents as the directors, or anyone authorised by the directors, may consider necessary or desirable. 	X	

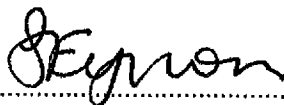
We, the undersigned being the members of the Company entitled to vote on resolutions of the Company on the Circulation Date, irrevocably agree to the resolutions as indicated above.

These written resolutions may be signed in counterparts.


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Signed by **MARK JOCELYN EYNON**

Date: 09/08/2021


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Signed by **STEPHANIE LOUISE EYNON**

Date: 09/08/2021

Notes to shareholders:

- (1) If you wish to vote in favour of a resolution please put an "X" in the For box opposite that resolution. If you wish to vote against a resolution please put an "X" in the Against box next to that resolution or leave both boxes next to that resolution blank. Once you have indicated your voting intentions please sign and date this document and return it to the Company by hand delivery to the Company's registered office.

If there are no resolutions you agree with, 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) If by no later than 28 days after the Circulation Date insufficient agreement has been received for a resolution to pass, that resolution will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.

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**Written Resolutions
of
MJE PROPERTIES LIMITED
(the Company)**

Passed on

09 August 2021

On [09/8/21] the following resolution was duly passed as a written resolution in accordance with sections 288 to 300 of the Companies Act 2006 by the requisite majority of the members of the Company:

SPECIAL RESOLUTION

That the articles of association of the Company be amended by inserting a new Article 17.6 as follows:

"17.6 Notwithstanding anything otherwise provided in these articles (whether by way of or in relation to pre-emption rights, restrictions on or conditions applicable to share transfers or otherwise);

(a) the directors shall not decline to register any transfer of shares nor suspend the registration thereof where such transfer is in favour of:

- (i) a chargee or mortgagee of any shares; or
- (ii) any nominee of a chargee or mortgagee of any shares;
- (iii) a purchaser of any shares from a chargee or mortgagee (or its nominee) of any shares; or
- (iv) a purchaser of any shares from any receiver, administrative receiver or administrator appointed by a chargee or mortgagee of any shares,

and a certificate by an officer of the relevant chargee or mortgagee that the relevant transfer is within paragraph (i), (ii), (iii) or (iv) above shall be conclusive evidence of that fact, and

(b) no transferor of any shares in the Company or proposed transferor of such shares to a charge or mortgagee in accordance with paragraph 17.6(a) above or its nominee shall (in either such case) be required to offer the shares which are or are to be the subject of any transfer as aforesaid to the shareholders for the time being of the Company or any of them and no such shareholder shall have any right under the articles or otherwise howsoever to require such shares to be transferred to them whether for any valuable consideration or otherwise."


.....
Director