

Company number 08566532

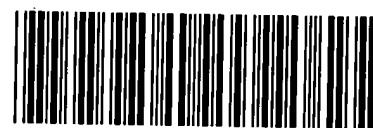
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Cherwell Financial Services Limited (Company)

FRIDAY



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15/10/2021

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COMPANIES HOUSE

1 September 2021 (the Circulation Date)

Under Chapter 2 of Part 13 of the Companies Act 2006 (Act), the directors of the Company (Directors) propose that resolution no.1 below shall be passed as an ordinary resolution and resolution no. 2 below shall be passed as a special resolution (Resolutions).

1. ORDINARY RESOLUTION

THAT the terms of the agreement proposed to be made between the Company and Lawrence Stephen Newell and Maura Newell for the purchase by the Company from Lawrence Stephen Newell of 40 ordinary shares of £1.00 each and 10 ordinary A shares of £1.00 each and from Maura Newell of 10 ordinary shares of £1.00 each and 10 ordinary C shares of £1.00 each in the capital of the Company for a total consideration of £35,000 as set out in the contract attached (**Purchase Contract**) be approved and the Company be authorised to enter into the Purchase Contract.

2. SPECIAL RESOLUTION

THAT pursuant to regulation 34 of Table A of the Companies (Tables A - F) Regulations 1985 (SI 1985 No.805) as amended by the Companies (Tables A - F) (Amendment) Regulations 1985 which was incorporated into the Company's articles of association (**Articles**) and subject to the Company's entry into the Purchase Contract, the issued share capital of the Company be reduced from £140 divided into 140 ordinary shares of £1.00 each to £70 divided into 70 ordinary shares of £1.00 each by cancelling the 70 ordinary shares of £1.00 each purchased by the Company from Lawrence Stephen Newell and Maura Newell pursuant to the Purchase Contract.

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

The undersigned, entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

PRINT NAME

SIGNATURE

DATE

1 September 2021

Lawrence Stephen Newell

DocuSigned by:
Lawrence Newell
.....

.....

Maura Newell

DocuSigned by:
Maura Newell
.....

1 September 2021

.....

Louisa Colquhoun

DocuSigned by:
Louisa Jane Colquhoun
EBD45DF061974EA

1 September 2021

John Alasdair Colquhoun

DocuSigned by:
John Alasdair Colquhoun
AF2A2910522F419

1 September
2021

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - (a) By Hand: delivering the signed copy to the directors of the Company, at the following address: Cherwell Financial Services Limited, Unit 15 Ground Floor, Somerville Court, Trinity Way, Adderbury, Banbury, OX17 3SN;
 - (b) Post: returning the signed copy by post to the directors of the Company, at the following address: Unit 15 Ground Floor, Somerville Court, Trinity Way, Adderbury, Banbury, OX17 3SN; or
 - (c) Email: by attaching a scanned copy of the signed document to an email and sending it to John.colquhoun@cherwellfs.co.uk.
- 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.
2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by 28 days following the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. 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
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.