

Company number: 09677280

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

GRANTLEY HALL GROUP LIMITED

(the "Company")

CIRCULATION DATE: 16th April 2018

Under Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the resolution below be passed as an ordinary resolution (the "**Resolution**").

ORDINARY RESOLUTION

Authority to Allot Shares

- 1 **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot 14,000,000 preference shares of £1.00 each in the capital of the Company up to an aggregate nominal amount of £14,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date on which the Resolution is passed.



AGREEMENT

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

The undersigned, being the persons entitled to vote on the above Resolution on the Circulation Date, hereby irrevocably agree to the Resolution.

Signed by **VALERIA ANNE SYKES**

V. A. Sykes

Date:

16/4/18

Signed by **RICHARD SYKES**

Richard Sykes

Date:

16/4/18

NOTES

- 1 If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the directors of the Company using one of the following methods:
 - 1.1 **By Hand** delivering the signed copy to Giles Clegg of Lupton Fawcett, Yorkshire House, East Parade, Leeds, West Yorkshire, LS1 5BD;
 - 1.2 **Post** returning the signed copy to Giles Clegg of Lupton Fawcett, Yorkshire House, East Parade, Leeds, West Yorkshire, LS1 5BD;
 - 1.3 **Fax** faxing the signed copy to Giles Clegg of Lupton Fawcett, Yorkshire House, East Parade, Leeds, West Yorkshire, LS1 5BD, fax number: 0113 280 2163; or
 - 1.4 **Email** by attaching a scanned copy of the signed document to an email and sending it to giles.clegg@luptonfawcett.law. Please enter "Written Resolution dated [DATE] 2018" in the email subject box.
- 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 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4 Unless by the date which is 28 days from the Circulation Date sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this 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.