
Company Name: **HARPERCREWE (HOLDINGS) LTD**
(the "Company")

Company Number: **11977957**

WRITTEN RESOLUTION

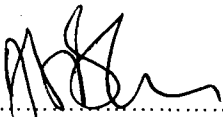
proposed pursuant to Chapter 2 of Part 13 of the Companies Act 2006

Circulation Date: 28 April **2023**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 set out on **PAGE 2** of this document be passed as a special resolution within the meaning of section 283 of the Companies Act 2006.

Please read the important notes contained on PAGE 3 of this document before signifying your agreement to the resolution.

Dated: 28 April 2023


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By Order of the Board

Registered Office: Curo House Greenbox
Westonhall Road
Bromsgrove
Worcestershire
B60 4AL

SPECIAL RESOLUTION

1. **THAT**, with effect from the completion of the sale and purchase of the entire issued share capital of the Company from HarperCrewe ColInvest Limited to HarperCrewe Bidco Limited, the draft articles of association attached to this resolution are approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all the existing articles of association of the Company.

IMPORTANT NOTES

- 1 If you agree with the resolution contained on **PAGE 2** of this document, please indicate your agreement by signing and dating this document where indicated below on **PAGE 4** and returning it to the Company using one of the following methods:
 - (a) **By hand:** delivering the signed copy to Frank Beeton at Gowling WLG (UK) LLP, Two Snowhill, Birmingham, B4 6WR.
 - (b) **By post:** returning the signed copy by post to Frank Beeton at Gowling WLG (UK) LLP, Two Snowhill, Birmingham, B4 6WR.
 - (c) **By e-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to frank.beeton@gowlingwlg.com. Please enter "**Written Resolution**" in the e-mail subject box.
 - (d) **By Adobe Sign or DocuSign:** via the link received to signify your agreement in this way or by returning this document through the electronic platform of Adobe Sign or DocuSign (as applicable). This would usually be automatic following you completing the electronic signing process.
- 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 sufficient agreement has been received for the resolution to pass within 28 days from the Circulation date, it will lapse. If you agree to the resolution, please ensure that your agreement reaches us before or during this date.

10. (k)(ii) Written Resolution - Target - New Articles

AGREEMENT

*Please read the important notes on **PAGE 3** of this document before signifying your agreement to the resolution set out on **PAGE 2** of this document*

The undersigned, being the eligible persons entitled to vote on the resolution on 28 April 2023 hereby irrevocably agree to the resolutions contained on **PAGE 2** of this document.

Name	Date	Signature
ADRIAN BLOOR For and on behalf of HARPERCREWE COINVEST LIMITED	28 April 2023	