

Company No. 01649988

Written Resolution of S.L.E Limited (the "Company")

Circulation Date: ...6 July... 2020



Resolutions

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, it is proposed that resolutions 1 and 2 are passed as ordinary resolutions and that resolution 3 is passed as a special resolution (together the "Resolutions").

Ordinary Resolutions

1. **THAT**, conditional upon Completion of the disposal of the entire issued share capital of the Company, the 3,750 issued B Ordinary shares of £1.00 each in the capital of the Company registered) be re-designated as 3,750 Ordinary shares of £1.00 in the Ordinary Shares as set out in the articles of association of the Company; and
2. **THAT** Neil Campbell be appointed as director of the Company, having agreed to act in the capacity stated.
3. **THAT** the proposed sale of the freehold properties known as Units 4 and 4a, Twin Bridges Business Park, 232 Selsdon Rd, South Croydon CR2 0LA (Title Number SGL556144 and SLG421309) and the freehold property known as land adjacent to Unit 5 Twin Bridges Business Park, 232 Selsdon Rd, South Croydon CR2 0LA (Title Number SGL586426) for a total consideration of £1,015,000 plus VAT to Bernard John Nelligan is hereby approved for the purposes of Section 190 of the Companies Act 2006, it being a substantial property transaction of the kind described in that section, whereby a Director of the Company is to acquire from the Company non-cash assets, and that the Directors are accordingly hereby authorised to effect such sale and execute such Agreement on behalf of the Company

Special Resolution

3. **THAT** the articles of association in the form attached are adopted as the new articles of association of the Company in substitution for and to the exclusion of all other articles of association.

Please read the Notes below before signifying your agreement to the Resolutions. The undersigned, each being an "eligible member" (as defined in section 289 of the Companies Act 2006) and entitled to vote on the Resolutions on the circulation date specified above, irrevocably agree to the Resolutions:

Bernard Nelligan

A handwritten signature in black ink, appearing to read "BNelligan", written over a dotted line.

Signature

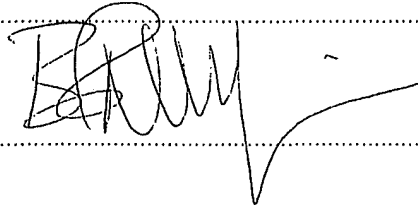
Date

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Denis Nelligan

Signature

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Date

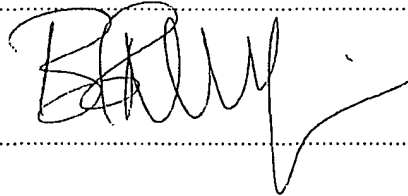
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Signed by **Bernard John Nelligan** as attorney on behalf of **Denis Nelligan** as appointed under a power of attorney dated 16 May 2020

Margaret Nelligan-Jarvis

Signature

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Date

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Signed by **Bernard John Nelligan** as attorney on behalf of **Margaret Nelligan-Jarvis** as appointed under a power of attorney dated 16 May 2020

Michael Donovan

Signature

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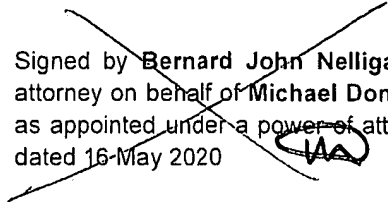


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Date

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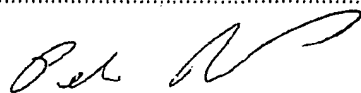
Signed by ~~Bernard John Nelligan~~ as attorney on behalf of ~~Michael Donovan~~ as appointed under a power of attorney dated 16 May 2020



Peter Richards

Signature

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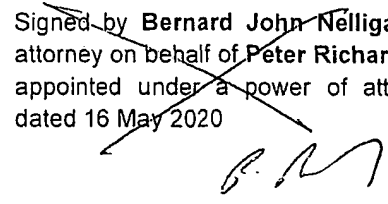


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Date

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Signed by ~~Bernard John Nelligan~~ as attorney on behalf of ~~Peter Richards~~ as appointed under a power of attorney dated 16 May 2020

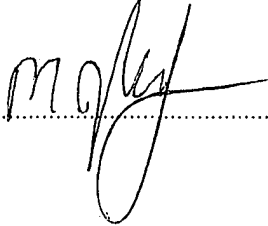


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Martin Pearcy

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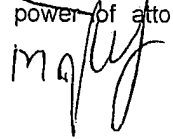
Signature



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Date

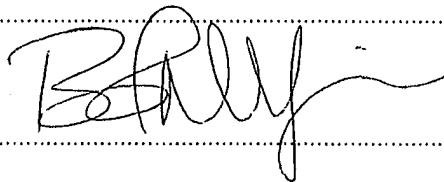
Signed by ~~Bernard John Nelligan~~ as
attorney on behalf of ~~Martin Pearcy~~ as
appointed under a power of attorney
dated 16 May 2020



**Susan Nelligan and Bernard Nelligan as Trustees of the
Bernard Nelligan Discretionary Trust**

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Signature



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Signature



.....

Date

NOTES:

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 or by post: delivering the signed copy to the Company at its registered office
 - (b) Email: attaching a scanned copy of the signed document to an email and sending it to lily.searle@fieldfisher.com. Please enter "Written resolution – S.L.E Limited" in the email subject box.
2. If you do not agree to the Resolutions, you do not need to do anything and 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. Unless sufficient agreement has been received for the Resolutions to be passed within 28 days of the circulation date, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Company 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 of the Company.
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.