

**THE COMPANIES ACT 2006**  
**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

of

**QP (GHLSF) INVESTMENTS LTD**  
**("the Company")**

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Passed on      1 June      2023

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CIRCULATION DATE:      1 June      2023

Under Chapter 2 of Part 13 of Companies Act 2006, the sole director of the Company proposes that:

- Resolution 1 is passed as a special resolution (**Special Resolution**); and
- resolutions 3 to 4 are passed as ordinary resolutions (**Ordinary Resolutions**)

**SPECIAL RESOLUTION**

- 1 THAT the Company's existing Articles of Association should be deleted in their entirety and replaced with new Articles of Association in accordance with the draft amended Articles attached to this resolution.

**ORDINARY RESOLUTIONS**

- 2 That, subject to and following the passing of resolution 1, the 100 Ordinary shares of the Company registered in the name of QP (East Anglia) Holdings Ltd be converted into and re-designated as Ordinary A shares of £1 each, such shares having the rights and restrictions set out in the new Articles of Association of the Company to be adopted pursuant to resolution 3 of this Written Resolution.
- 3 That, subject to and following the passing of resolution 1, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company (**Directors**) be generally and unconditionally authorised to allot Ordinary B shares in the Company up to an aggregate nominal amount of £100 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 1 January 2024.

This authority revokes and replaces all unexercised authorities previously granted to the Directors.

- 4 THAT, subject to the passing of resolution 1 and resolution 3 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 3, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:

- a. be limited to the allotment of equity securities up to an aggregate nominal amount of £100; and
- b. expire on 1 January 2024 (unless renewed, varied or revoked by the Company prior to or on that date).

## **AGREEMENT**

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

The undersigned, being persons entitled to vote on the above resolutions on the date set out above, hereby irrevocably agree to the Ordinary Resolutions and the Special Resolution:

Signed by Hugh Robert Svensson  
For and on behalf of QP (East Anglia)  
Holdings Ltd



Date

01.06.23

#### NOTES

1. If you agree to the Ordinary Resolutions and the Special Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by delivering the signed copy to the registered office.

If you do not agree to the Ordinary Resolutions and the Special Resolution, 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 Ordinary Resolutions and the Special Resolution, you may not revoke your agreement.

3. Unless, by the date 28 days after the circulation date set out above, sufficient agreement has been received for the Ordinary Resolutions and the Special Resolution to pass, they will lapse. If you agree to the Ordinary Resolutions and the Special Resolution, 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.