

**Company No. 10878823**

**THE COMPANIES ACT 2006**

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**PRIVATE COMPANY LIMITED BY SHARES**

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**WRITTEN RESOLUTION**

**of**

**FLYNN GROUP LIMITED**

**(the "Company")**

**19 August 2022**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a written resolution of the Company, having effect as a special resolution (the "**Resolution**"):-

**SPECIAL RESOLUTION**

THAT the issued share capital of the Company be reduced from 200,000 ordinary shares of £1.00 each and 300,000 ordinary A shares of £1.00 each to 1 ordinary share of £1 each, by cancelling and extinguishing 199,999 ordinary shares of £1.00 each and 300,000 ordinary A shares of £1.00 each in the Company (each of which is fully paid up) and the amount by which the share capital is so reduced be credited to a reserve and shall, subject to the provisions of the Companies Act 2006 form part of the profits of the Company.

**AGREEMENT**

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

We, the undersigned, were at the time the Resolution was circulated entitled to vote on, and hereby irrevocably agree to, the Resolution:-

DocuSigned by:

*Simon Loveland*

.....C884482C387E4B8.....

For and on behalf of **M & J EVANS GROUP LIMITED**

**Date of agreement to resolution:** 19 August 2022

## NOTES

1. Members should signify their agreement to the proposed written resolution by signing and dating the attached resolution and returning it to the company using one of the following methods:-
  - 1.1.1 By hand: by delivering it to Bethany Oakley at Pinsent Masons, 55 Colmore Row, Birmingham, B3 2FG, United Kingdom.
  - 1.1.2 By post: by posting it to Bethany Oakley at Pinsent Masons, 55 Colmore Row, Birmingham, B3 2FG, United Kingdom.
  - 1.1.3 By e-mail: by attaching a scanned copy of the signed and dated document to an e-mail and sending it to [Bethany.oakley@pinsentmasons.com](mailto:Bethany.oakley@pinsentmasons.com). Please enter "Written Resolution dated 19 August 2022" in the subject box of the e-mail.
1. 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.
2. You must indicate your agreement to the Resolution within the period of 15 days from the date of the solvency statement accompanying the Resolutions (irrespective of the lapse date referred to in note 4).
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. You must ensure your agreement to the Resolution reaches us within 28 days of the Circulation Date otherwise the Resolution will lapse.
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.