

Company No. 05385944

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**  
**OF**  
**THE PHA GROUP LIMITED**  
**(the "Company")**

Pursuant to section 288 of the Companies Act 2006 ("CA 2006") we, the undersigned, being eligible members (as defined by section 289 CA 2006) of the Company for this purpose representing not less than 75% of the total voting rights of all such eligible members, signify our agreement to and pass the following written resolution as a special resolution of the Company:

**SPECIAL RESOLUTION**

That 144 of the A Ordinary Shares of £0.01 each held by Simon Dolan in the capital of the Company be redesignated as Ordinary Shares of £0.01 each in the capital of the Company.

Signature: Philip Hall

Name: Philip Hall

Date: 12/10/2022

Signature: Marina Hall

Name: Marina Hall

Date: 12/10/2022

Signature: Simon Dolan

Name: Simon Dolan

Date: 12/10/2022



## EXPLANATORY STATEMENT

(This explanatory statement is not part of any proposed written resolution.)

This document is proposed by the board of directors of the Company.

This document is sent to eligible members on 12<sup>th</sup> October 2022 (the "**Circulation Date**").

"**Eligible members**" are the members who are entitled to vote on the resolution on the Circulation Date.

1. If you wish to signify agreement to this document, please follow the procedure below:
  - (a) you (or someone acting on your behalf) must sign, print your name beneath your signature (if it is not already printed) and date this document.
  - (b) if someone else is signing this document on your behalf under a power of attorney or other authority, please send a certified copy of the relevant power of attorney or authority when returning this document.
  - (c) please return the document to Abrahams Dresden, on behalf of the Company at 2nd Floor 111 Charterhouse St, London EC1M 6AW marked "for the attention of Daniel Wicksteed" or hand it to any director in person;  
OR
  - (d) by scanning this document, attaching it to an email and sending it to Abrahams Dresden LLP, on behalf of the Company at [daniel.wicksteed@ad-solicitors.co.uk](mailto:daniel.wicksteed@ad-solicitors.co.uk).
2. Please note that it is not possible to withdraw your consent once this document, signed by you or on your behalf, has been duly received.
3. To be valid, this document must be received no later than the end of the period of 28 days beginning on the Circulation Date, otherwise it will lapse.
4. Unless by that deadline this document has been received duly signed from at least the relevant threshold of eligible members, the proposed written resolutions will lapse. The relevant threshold to pass an ordinary resolution is members holding over half the total votes in the Company. The relevant threshold to pass a special resolution is members holding at least three quarters of the total votes in the Company.
5. This document may be executed in multiple copies. Each member may sign his or her own separate copy, or two or more members may sign the same copy, as convenient.