Companies Act

Written Resolution of the Board of Directors

Resolution in wiring of the Board of Directors of 175-177 Sutherland Avenue Management Company (No.2) Limited ("the Company") dated this 2nd day of October, 2019

Background:

A. The Company is a company organised and operating under the laws of England
B. The Directors wish to call an Annual General Meeting ("AGM") of Shareholders as per the Articles of Association 'Notice of General Meeting'
C. The Directors wish to bring before the Shareholders offers made by Leaseholders for the purchase of communal parts to be voted on in the AGM
D. The Directors wish to appoint a solicitor to act on behalf of the Company and advise on the issue of the sale of the communal parts

It was resolved that:

1. The Board has decided to call an AGM on a date to be agreed pending legal advice in respect of the advance notice required to be given to Shareholders. Notices will be sent to the Shareholders by the Managing Agent (WB19).

2. The Agenda for the AGM will be (a) presentation of most recent annual accounts by the Managing Agent (WB19), (b) vote on sale of communal parts (as per section 3 below), (c) reappointment of Directors by Shareholders vote, and (d) any other business as may be decided by the board prior to the AGM notices being sent-out.

3. The Board has decided to submit to Shareholders' vote in the coming AGM offers made by Leaseholders for the purchase of communal parts, as follows:
   - Offer to purchase the roof on top of Flat 7 made by the Leaseholder of Flat 7
   - Offer to purchase the roof on top of Flat 8 made by the Leaseholder of Flat 8
   - Offer to purchase the vault in front of Flat 1 made by the Leaseholder of Flat 1
   - Offer to purchase the vault in front of Flat 2 made by the Leaseholder of Flat 2

   And provided that such offers are submitted to the Board by the relevant Leaseholders in writing or by email at least 7 days before the date when the notices of the AGM are being sent-out.

4. The Board decided that all purchasing Leaseholders will allow in the relevant Leases provisions for urgent access by the Company to any sold communal areas in case of poor maintenance by the purchasers, or concerns about damage to other properties in the building.

5. The following individual is appointed to act as solicitor on behalf of and provide advice to the Company: Mr Mark Chick of Bishop and Sewell LLP, 59-60 Russell Square London WC1B 4HP.

6. The Board acknowledges that the Leaseholders of the flats purchasing communal parts have agreed to reimburse in full the Company's legal costs in relation to their respective transactions.

7. The Board will seek legal advice from the solicitor appointed in section 4 above in respect of whether individual consent of each Leaseholder is required in order for the Company to dispose of communal parts, and especially the vaults, or such sale can be approved by simple majority of Shareholders' votes in an AGM resolution.

8. The board appoints Mr Iannis Phottiou (pending his agreement to this appointment) as the sole person to communicate and instruct the solicitor appointed in section 4 above on behalf of the Board in all matters relating to the sale of communal parts. Communications with the solicitor will be circulated to all Board members.

9. The resolution may be executed in counterparts. Facsimile or scanned signatures are binding and are considered to be original signatures.

Directors present at the meeting:

- Eleni Lionaki (present by remote link)

- Andrew Wilmot (present by remote link)

- Antonella Santini (physically present)

Directors absent:

- John White

Signed in England on this day 2nd October 2019

Antonella Santini

Director and Chair