

Company Number: 12564275

Circulation Date: 15/9/2020

**THE COMPANIES ACT 2006**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

OF

**PENDEFORD HOLDINGS LIMITED**

(the 'Company')

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the following resolution is passed as a special resolution (the "Resolution"):

**SPECIAL RESOLUTION**

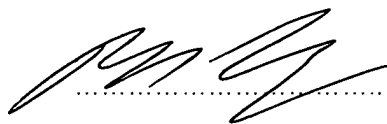
1. THAT for the purposes of Article 29.2 of the Company's articles of association, the provisions of Articles 29.3 to 29.5 inclusive be and are hereby disapplied in respect of the issue and allotment of 99 ordinary shares of £1.00 in the capital of the Company to Ralph Humphries on or before on 31 October 2020.

**AGREEMENT**

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

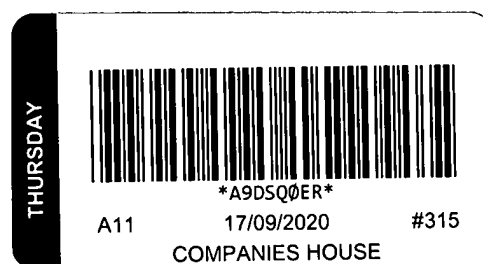
The undersigned, being the person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Ralph Humphries



Date:

15/9/2020



## NOTES

1. If you agree with the Resolution, 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:

- **By Hand:** delivering the signed copy to the registered office of the Company.
- **Post:** returning the signed copy by post to the registered office of the Company.
- **Fax:** faxing the signed copy to the fax number on any covering letter accompanying this document (if any) marked for the attention of the signatory of any such covering letter (if any).

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. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company 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.