

Company number 00414858

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

R.K.DERHAM & CO.,LIMITED (Company)

27 April 2023 (Circulation Date)

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

Resolution 1 is passed as an ordinary resolution (**Ordinary Resolution**) and Resolution 2 below is passed as a special resolution (**Special Resolution**).

ORDINARY RESOLUTION

1. Removal of restriction on authorised share capital

THAT, in accordance with paragraph 42(2)(b) of Schedule 2 of the Companies Act 2006 (Commencement No 8, Transitional Provisions and Savings) Order 2008, the restriction on the authorised share capital of the Company set out in regulation 5 of the memorandum of association of the Company, which by virtue of section 28 of the Companies Act 2006 is treated as a provision of the Company's articles of association, is hereby revoked and deleted.

SPECIAL RESOLUTION

2. Adoption of new articles of association

THAT, the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

AGREEMENT

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

The undersigned, a person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the Ordinary Resolution and the Special Resolution:

Signed by Andrew Martin Bowles as director
for and on behalf of Dairy House Farm
Limited



Date

27 April 2023

NOTES

1. You can choose to agree to all of the Ordinary Resolution and Special Resolution or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

- **By hand:** delivering the signed copy to the directors at Riverside House Riverside Avenue East, Lawford, Manningtree, CO11 1US.
- **Post:** returning the signed copy by post to the directors at Riverside House Riverside Avenue East, Lawford, Manningtree, CO11 1US.

If you do not agree to all of the resolutions, 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 resolutions, you may not revoke your agreement.

3. Unless within 28 days of the Circulation Date, sufficient agreement is received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.