

Company Number: 3039529

THE COMPANIES ACT 2006

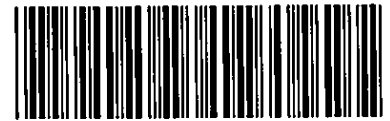
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

B.K.L. FREIGHT SERVICES LIMITED

TUESDAY



A30 *A63MJMU0* 04/04/2017 #36
COMPANIES HOUSE

CIRCULATION DATE: 31 December 2016

Pursuant to Chapter 2 of Part 13 Companies Act 2006, the director of the Company proposes that

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

ORDINARY RESOLUTION

THAT:

1. In accordance with Section 551 Companies Act 2006, the Director be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £40 provided that this authority shall unless renewed, varied or revoked by the Company expire on the fifth anniversary of the date of the resolution, save that the Company may before such expiry make an offer or agreement which would or might require shares to be allotted and the Director may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by the resolution has expired. This authority is in substitution for all previous authorities conferred on the Director in accordance with Section 551 Companies Act 2006.

SPECIAL RESOLUTION

THAT:

2. The Articles of Association be amended by
 - 2.1 inserting the following definitions to article 1 (1) in alphabetical order

"A Ordinary Shares" means the A ordinary shares of £1 each in the capital of the company,

"B Ordinary Shares" means the B ordinary shares of £1 each in the capital of the company,

"C Ordinary Shares" means the C ordinary shares of £1 each in the capital of the company,

"D Ordinary Shares" means the D ordinary shares of £1 each in the capital of the company,

"Ordinary Shares" the ordinary shares of £1 each in the capital of the company,

- 2.2 inserting a new article 21(1) above the existing article 21(1) (which shall become article 21(2) as follows

"21 (1) The share capital of the company shall be divided into Ordinary Shares, A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares"

2.3 inserting a new article 22 with the sub-heading "Rights attaching to shares", followed by the following new wording

"22(1) The rights as regards votes, income and return of capital attaching to each class of shares shall be as set out in this article

22(2) Any dividends declared by the company shall be distributed amongst the different classes of shares at the discretion of the Director. Any dividend declared in relation to a particular class of share shall be paid amongst the holders of that particular class of share in proportion to their holdings of that particular class of share

22(3) On a return of capital on liquidation or otherwise (except on a redemption or purchase by the company of any shares), the surplus assets of the company remaining after the payment of its liabilities shall be distributed amongst the holders of the Ordinary Shares according to the amount paid up (or credited as paid up) on each such Ordinary Share. The A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares shall carry no rights on a return of capital on liquidation or otherwise

22(4) The voting rights attached to each class of shares shall be as follows

- (a) on a show of hands, every shareholder holding one or more Ordinary Share, who (being an individual) is present in person or by proxy or (being a corporation) is present by a duly authorised representative or by proxy, shall have one vote, and
- (b) on a poll, every shareholder holding one or more Ordinary Share who (being an individual) is present in person or by proxy or (being a corporation) is present by a duly authorised representative or by proxy, shall have one vote for each Ordinary Share of which he is the holder

22(5) The A Ordinary Shares, B Ordinary Shares, C Ordinary Shares and D Ordinary Shares will entitle the holders thereof neither to receive notice of any general meetings nor to attend or vote at any general meeting"

2.4 Existing article 50 (1) and existing article 51 (1) shall both be deleted

AGREEMENT

Please read the notes attached to this document before signifying your agreement to the Ordinary Resolution and Special Resolution

The undersigned, being a person entitled to vote on the above resolutions on 31 December 2016 hereby irrevocably agrees to the Ordinary Resolution and the Special Resolution

NAME: MARTIN LOCKER

SIGNATURE: 

DATE: 31 December 2016

NAME: CARY KIRKANE

SIGNATURE: 

DATE: 31 December 2016