

Company No: 04340125

THE COMPANIES ACTS 1985 and 2006
PUBLIC COMPANY LIMITED BY SHARES

RESOLUTIONS OF
TRAFALGAR PROPERTY GROUP PLC

PASSED 27 MARCH 2020

THURSDAY



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COMPANIES HOUSE

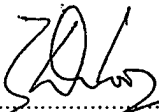
At the General Meeting of the above Company, duly convened and held on 27 March 2020, the following Resolutions were duly passed, in the case of Resolution 1 as an Ordinary Resolution and in the case of Resolution 2 as a Special Resolution:

RESOLUTIONS

- 1 THAT, in addition to any existing authority, the directors be authorised generally and unconditionally pursuant to Section 551 of the Companies Act 2006 as amended to exercise all the powers of the Company to allot shares and/or rights to subscribe for or to convert any security into shares, provided that the authority conferred by this resolution shall be limited to the allotment of shares and/or rights to subscribe or convert any security into shares of the Company up to an aggregate nominal amount of £2,000,000 (2,000,000,000 new ordinary shares of 0.1p each). The authority conferred by this resolution shall (unless previously revoked, varied or renewed), expire on the conclusion of the Annual General Meeting of the Company to be held in 2021 or, if earlier, 18 months after the date on which this resolution has been passed, provided also that the Company may, before such expiry, make an offer, agreement or other arrangement which would or might require shares and/or rights to subscribe for or to convert any security into shares to be allotted after such expiry and the directors may allot such shares and/or rights to subscribe for or to convert any security into shares in pursuance of such offer, agreement or other arrangement as if the authority conferred hereby had not expired.
- 2 THAT, subject to the passing of resolution 1, in addition to any existing authority, the directors be and are hereby generally empowered to allot equity securities (within the meaning of Section 560 of the Companies Act 2006) pursuant to the general authority conferred by resolution 1 above for cash or by way of sale of treasury shares as if Section 561 of the Companies Act 2006 or any pre-emption provisions contained in the Company's articles of association did not apply to any such allotment, provided that the power conferred by this resolution shall be limited to
 - (i) any allotment of equity securities where such securities have been offered (whether by way of rights issue, open offer or otherwise) to holders of equity securities in proportion (as nearly as may be practicable) to their then holdings of such securities, but subject to the directors having the right to make such exclusions or other arrangements in connection with such offer as they deem necessary or expedient to deal with fractional entitlements or legal or practical problems arising in, or pursuant to, the laws of any territory or the requirements of any regulatory body or stock exchange in any territory or otherwise howsoever;
 - (ii) the allotment (otherwise than pursuant to sub-paragraph (i) above) of equity securities up to an aggregate nominal value of £2,000,000 (2,000,000,000 new ordinary shares of 0.1p each),

such authority and power (unless previously revoked, varied or renewed) to expire on the conclusion of the Annual General Meeting of the Company to be held in 2021 or, if earlier,

18 months after the date on which this resolution has been passed, provided that the Company may prior to such expiry make any offer, agreement or other arrangement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities pursuant to any such offer, agreement or other arrangement as if the power hereby conferred had not expired.


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CHAIRMAN