

**MILL ACQUISITIONS 1 LIMITED**  
(the "Company")

Company No:  
06055540

Companies Act 2006

Written Resolution of the Members  
(Proposed by the Sole Director)

In accordance with Part 13, Chapter 2 of the Companies Act 2006, the sole director proposes that the resolution set out below be submitted to the eligible members of the Company as a written resolution and passed as a special resolution (the "Resolution").

**Special Resolution**

1. *"That the issued capital of the Company be reduced from £31,255.83 to £0.01 by the cancellation of*

*1,262,411 Deferred Shares of £0.01,  
1,204,796 Ordinary A Shares of £0.01,  
208,127 Ordinary B Shares of £0.01, and  
450,248 Ordinary Shares of £0.01*

*of the Company and the repayment of the share premium account of  
£2,651,822.00.*

We being the eligible member of the Company hereby signify our irrevocable agreement to the Resolution in accordance with the acceptance procedure set out below.

The Sole Member as holder of:

**£0.01 Deferred shareholders:**  
**£0.01 Ordinary shareholders:**  
**£0.01 Ordinary A shareholders:**

being all of the voting shares.

  
.....  
On behalf of Badger USA Inc

23 November 2020

SATURDAY



\*AA2MCHMH\*  
A10 17/04/2021 #248  
COMPANIES HOUSE