

Company number. 06330412

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**of**

**MILLER ARGENT HOLDINGS LIMITED ("Company")**

28 July 2015

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that

- Resolutions 1 to 4 below are passed as special resolutions (together **Special Resolutions**)

**SPECIAL RESOLUTIONS**

- 1 THAT the sum of £103,900 being part of the profit and loss account be and is hereby capitalised and appropriated as capital to the holders of ordinary shares of £1 00 each in the capital of the Company as appearing in the register of members as at the close of business on 28 July 2015 and that the directors be and are hereby authorised to apply such sum in paying up in full 103,900 shares of £1 00 each in the capital of the Company
- 2 THAT, the 104,000 ordinary shares of £1 00 each in the issued share capital of the Company be sub-divided into 10,400,000 ordinary shares of £0 01 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary shares of £1 00 each in the capital of the Company as set out in the Company's articles of association for the time being
- 3 THAT, the directors be and are hereby authorised to allot and issue such new sub-divided shares, credited as fully paid up, to the holders of ordinary shares of (following such sub-division) £0 01 each at the rate of 5,195,000 such new shares for every 5,000 existing ordinary shares of (following such sub-division) £0 01 each held by them
- 4 THAT, the directors be given the power to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550 of the Companies Act 2006 This authority is in substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006

THURSDAY



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COMPANIES HOUSE

## AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Special Resolutions

The undersigned, a person entitled to vote on the above resolutions on 28 July 2015, hereby irrevocably agrees to the Special Resolutions

Signed for and on behalf of Miller Mining Limited



Signed for and on behalf of Argent Estates Limited



Date 28 July 2015