

Company number 07190778

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

Bentley Organic Limited ("**Company**")

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions ("**Resolutions**").

SPECIAL RESOLUTIONS

DEFINITIONS

"CA 2006";	Companies Act 2006.
"Directors";	the board of directors of the Company.

1. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £100,000.00 comprising of 100,000 Ordinary shares of £1.00 each in the capital of the Company provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30 NOVEMBER 2019

This authority revokes and replaces all unexercised authorities previously granted to the Directors.

2. DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of resolution 1 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:

- 2.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £100,000.00; and
- 2.2 expire on 30 November 2019 (unless renewed, varied or revoked by the Company prior to or on that date).

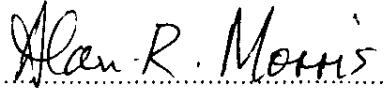


AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions, hereby irrevocably agrees to the Resolution:

Signed by **Alan Richard Morris**


.....

Date

.....27 NOVEMBER 2019.....

Signed by Thomas J M Bentley
for and on behalf of **Thos. Bentley &
Son Limited**


.....

Date

.....27 NOVEMBER 2019.....

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version, either by hand or by post to the Company's registered address.

You may not return the Resolutions to the Company by any other method.

If you do not agree to 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.