

BEN HUCKERBY DESIGN LIMITED

Company Number: 07274278

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS



At an extraordinary general meeting of the members of the above company, held at Unit 6 Jack Lane Industrial Estate, Jack Lane, Leeds, West Yorkshire, LS11 9NP on 20 February 2018, the following resolutions were passed:

1. Additional ordinary shares be created - A Ordinary & B Ordinary

THAT in accordance with Companies Act 2006, that 2 new classes of shares be created. These new classes of shares would have a par value of £1. The new classes of shares would be titled A Ordinary & B Ordinary shares with the rights and conditions attaching to the classes as follows:

- i) As regards income: The directors may, subject to the provisions of Companies Act 2006, pay interim dividends at variable rates on different classes of shares, and the Company, on recommendation of the Directors, may declare dividends at variable rates on different classes of shares.
- ii) As regards capital: On a return of capital on liquidation, sale or otherwise the assets of the Company available for distribution among the members shall be applied in paying to the holders of the new shares the amount paid up on such shares. The new shares shall not entitle the holders thereof to any further surplus or other rights of participation in the assets of the Company.
- iii) As regards voting: The new shares shall not entitle the holders to receive notice of or to attend and vote (either in person or by proxy) at any General Meeting of the Company unless the business of the General Meeting includes the consideration of a resolution for altering or abrogating any of the rights, privileges, limitations or restrictions attached to the new shares but so that in the event of the new shares entitling the holders shall have the right to vote at such Meeting in respect of the new shares held by them only on a resolution of the nature hereinbefore described, in which event holders of the new shares shall have one vote on a show of hands and on a poll one vote in respect of every new share held by them respectively.
- iv) As regards transfer: The new shares may only be transferred at their par value.

2. Directors authority to allot new shares

THAT the directors are authorised from time to time by the Company in General Meeting and during the period of five years commencing with the date of this meeting the Directors shall have authority to allot relevant securities to such persons and for such consideration and upon such terms and conditions as they may determine.

The authority hereby given may at any time (subject to Section 551 of the Companies Act 2006) be renewed, revoked or varied by Ordinary Resolution of the Company in General Meeting.

3. Waive of pre-emptive rights by existing shareholders

THAT the provisions of Section 561 of Companies Act 2006 ("pre-emptive rights") do not apply to the issue of the new shares mentioned in Resolution 1 above.

The change is to be effective immediately, that the Secretary be and is hereby instructed to submit a copy of this Resolution to the Registrar of Companies in notification of such change.

The undersigned being 75% of the Company's members with voting rights by virtue of holding shares, duly entitled to vote on the above resolutions on the said Circulation Date, hereby irrevocably agree to the Resolution

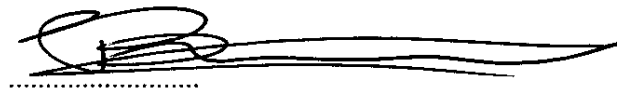
There being no other business, the meeting was closed.



Mr Iain Benjamin Huckerby - Director and Shareholder

Agreement to Short Notice

We, the undersigned, being a majority of the members together not holding less than 90% of the issued share capital of the Company having the right to attend and vote at the meeting referred to above, agree to an Extraordinary General Meeting of the Company being held on 20 February 2018 notwithstanding that short notice has been given of the said meeting than the period of notice prescribed by the Companies Acts.



Mr Iain Benjamin Huckerby - Director and Shareholder

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MINUTES OF A DIRECTOR'S MEETING

A directors' meeting of the above company was held at Unit 6 Jack Lane Industrial Estate, Jack Lane, Leeds, West Yorkshire, LS11 9NP on 20 February 2018.

Present: Mr Iain Benjamin Huckerby

PROPOSAL

The Board proposed that the company create and issue additional shares as follows:

Class	No. of shares	Shareholder
A Ordinary £1	1	Mr Stuart Huckerby
B Ordinary £1	1	Mrs Carol Dorothy Huckerby

APPROVED

The Board of Directors approved the above proposed.

ADJOURNMENT

There being no further business, the meeting was concluded.



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Mr Iain Benjamin Huckerby - Director

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