

Company number 07582425

SIR PLUS LIMITED

SATURDAY



On 29<sup>th</sup> March 2019, the following resolutions were duly passed in accordance with sections 288 to 300 of the Companies Act 2006 by the requisite majority of members of the Company

**As ordinary resolutions in accordance with section 282 of the Companies Act 2006**

1. That the directors of the Company be and are generally and unconditionally hereby authorised pursuant to section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company and grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal value of £0.20 provided this authority shall expire on 31<sup>st</sup> December 2019.
2. That the directors of the Company be hereby and are generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company and grant rights to subscribe for or to convert any security into shares in the Company under the terms of an employee share option scheme up to an aggregate nominal value of £0.30 provided (i) this authority shall expire on the fifth anniversary of the passing of this resolution and (ii) the Company may, before the expiry of this authority, make an offer or agreement which would or might require shares to be allotted, or rights to be granted, and the directors may allot shares or grant rights in pursuance of such offer or agreement, notwithstanding that the authority conferred by this resolution has expired.
3. That the one ordinary share of £1.00 in the capital of the Company be sub-divided into 1,000 ordinary shares of £0.001 each.

**As a special resolution in accordance with section 283 of the Companies Act 2006**

4. That, subject to the passing of resolution 1 above, the directors of the Company be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (within the meaning of section 560 of the said Act) for cash pursuant to the authority conferred by resolution 1 above as if section 561(1) of the said Act did not apply to such allotment provided this power shall be limited to the allotment of equity securities up to a nominal value of £0.20 and shall expire on 31<sup>st</sup> December 2019.
5. That, subject to the passing of resolution 2 above, the directors of the Company be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (within the meaning of section 560 of the said Act) for cash pursuant to the authority conferred by resolution 2 above as if section 561(1) of the said Act did not apply to any such allotment provided this power shall (i) be limited to the allotment of equity securities of up to a nominal amount of £0.30 and (ii) expire on the fifth anniversary of the date of the passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry

and the directors may allot equity securities in pursuance of such offer or agreement notwithstanding that the power conferred by this resolution has expired.

Signed by Henry Harley  
Director