

SATURDAY



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31/05/2014

#244

COMPANIES HOUSE

Company number 07673463

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

Of

THE PRE FIT DELIVERY COMPANY LIMITED

(the Company)

Passed on 31 MARCH 2014

(Pursuant to Chapter 2 of Part 13 of the Companies Act 2006)

The directors of the Company propose that the following resolution is passed as special and ordinary resolutions (**Resolutions**)

ORDINARY RESOLUTION

To generally and unconditionally authorise the directors for the purpose of section 551 of the Companies Act 2006 (the "**Act**") to allot, grant options over or otherwise deal with or dispose of the share capital of the Company to such persons, on such terms and in such manner as he thinks fit, provided that such authority is limited to

- 1 the issue of 18,170 ordinary shares of £0.001 each, and
- 2 the period of five (5) years from the date of the Resolution

SPECIAL RESOLUTION

THAT, in accordance with section 569 of the Act, the directors of the Company be generally empowered to allot equity securities (as defined by section 560 of the Act) as if section 561 of the Act did not apply to any such allotment provided that the authority granted by this resolution shall cease to have effect where

- 1 this power is revoked,
- 2 the Company ceases to be a private company limited by shares, or
- 3 there is more than one class of shares in the Company

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 Resolution, hereby irrevocably agrees to the Resolution

Signed 
Matthew Petersen

Date 30th Feb 2014

Signed 
James Everard

Date 31 March 2014

Signed 
Ben Davies


Date 31st March 2014

Signed 
Geoff Davies

Date 31st March 2014

Signed 
Simon Taylor

Date 31st March 2014

Signed 
Amanda Johnson

Date 31st March 2014

Signed 
James Ruddick

Date 31.3.14

Signed 
Alexis Read

Date 31/03/14

Signed 
A. Donmore

Date 31st March 2014

as an officer of Medileve Pension Scheme

NOTES

- 1 If you agree with the Resolution[s], please indicate your agreement by signing and dating this document where indicated overleaf and returning it to the Company using one of the following methods

- **By Hand** delivering the signed copy to Capital Law LLP at Capital Building, Tyndall Street, Cardiff, CF10 4AZ
- **Post** returning the signed copy by post to Capital Building, Tyndall Street, Cardiff, CF10 4AZ
- **E-mail** by attaching a scanned copy of the signed document and entering "Written resolution[s] dated [CIRCULATION DATE]" as the subject

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 Resolution[s], you may not revoke your agreement
- 3 Unless, by _____ 2014, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date
- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document