

Company number 08030343

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

SPRATT ENDICOTT LIMITED (Company)

Passed on 6th August 2019 (Circulation Date)

The following resolutions were passed as Special Resolutions on 6th August 2019 pursuant to Chapter 2 of Part 13 of the Companies Act 2006:

SPECIAL RESOLUTIONS

1 AUTHORITY TO ALLOT

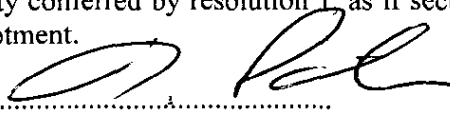
THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the directors of the Company (or a duly constituted committee of the directors) (**Directors**) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £5,000,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30th April 2024 save that the Company may, before such expiry, 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.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

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.

Director:


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Date:

6th August 2019

THURSDAY



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COMPANIES HOUSE