

Company No. 08512931

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CANARY CARE LIMITED

(Passed on 29 May 2015)

The following resolutions were duly passed as a written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on 29 May 2015 by the requisite members of the Company, in the case of the first, as an ordinary resolution, and in the case of the second, as a special resolution

Ordinary Resolution

- (A) **THAT** the directors are generally and unconditionally authorised in accordance with section 551 CA 2006 to exercise all the powers of the Company to allot A ordinary shares of £0.01 each in the capital of the Company and/or ordinary shares of £0.01 each in the capital of the Company up to an aggregate nominal amount of £277.00 at a price per share of not less than £14.48406 for a period of two years from the date of this resolution, save that in accordance with section 551(7) CA 2006 the Company may before the expiry of such period make an offer or agreement which would or might require shares to be granted after such expiry and the directors may allot shares to such offer or agreement as if this authority had not expired

Special Resolution

- (B) **THAT** the pre-emption rights contained in Article 3.2 of the Company's articles of association be hereby waived and dis-applied in respect of the allotment of A ordinary shares of £0.01 each in the capital of the Company and/or ordinary shares of £0.01 each in the capital of the Company up to an aggregate nominal amount of £277.00 at a price per share of not less than £14.48406 within a period of two years from the date of this resolution save that the Company may before the expiry of such period make an offer or agreement which would or might require such shares to be allotted after the expiry of such period and the Board may allot such shares pursuant to such offer or agreement as if this authority had not expired



Director / Secretary

WEDNESDAY



A20 *A4JG9QIA* 04/11/2015 #247
COMPANIES HOUSE