

Company number. 08924587

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
M RUGS LIMITED
(Company)
Circulation Date: 3 June 2016**

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006, the following resolution is proposed a special resolution of the Company

THAT, for the purposes of section 694 Companies Act 2006, the terms of a contract proposed to be made between (1) Company, (2) Martin Tragen and (3) Michael Seery pursuant to which the Company will acquire 30,000 A ordinary shares of £1 00 each in its own share capital for a total consideration of £30,000 as set out in the contract attached (**Purchase Contract**) be approved and the Company be authorised to enter into the Purchase Contract

Please read the notes at the end of this document before signifying your agreement to the resolution.

The undersigned, being a person eligible to vote on the above resolution on the Circulation Date hereby irrevocably agrees to that resolution

For and on behalf of
PHD Nominees (MR) Limited
Date



For and on behalf of
Coalfields Growth Fund LP
Date

For and on behalf of
PHD Carried Interest LLP
Date

Benjamin Dale
Date



NOTES

- 1 You can choose to agree to the resolution or not. If you agree with the resolution, please sign and date this document and return it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to M Rugs Limited - 5 Henson Close, South Church Enterprise Park, Bishop Auckland, County Durham, DL14 6WA, or
- **Post:** returning the signed copy by post to M Rugs Limited - 5 Henson Close, South Church Enterprise Park, Bishop Auckland, County Durham, DL14 6WA

If you do not agree with the resolution, 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, you may not revoke your agreement.
- 3 Where, by 28 days from the Circulation Date, insufficient agreement has been received for the resolution to pass, it will lapse. If you agree to this resolution, please indicate your agreement and notify us as soon as possible.
- 4 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.

Company number: 08924587

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
M RUGS LIMITED
(Company)**
Circulation Date: 23 June 2016

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006, the following resolution is proposed a special resolution of the Company

THAT, for the purposes of section 694 Companies Act 2006, the terms of a contract proposed to be made between (1) Company, (2) Martin Tragen and (3) Michael Seery pursuant to which the Company will acquire 30,000 A ordinary shares of £1.00 each in its own share capital for a total consideration of £30,000 as set out in the contract attached (**Purchase Contract**) be approved and the Company be authorised to enter into the Purchase Contract

Please read the notes at the end of this document before signifying your agreement to the resolution

The undersigned, being a person eligible to vote on the above resolution on the Circulation Date hereby irrevocably agrees to that resolution

For and on behalf of
PHD Nominees (MR) Limited
Date

For and on behalf of
PHD Carried Interest LLP
Date

For and on behalf of
Coalfields Growth Fund LP
Date

Benjamin Dale
Date

NOTES

- 1 You can choose to agree to the resolution or not. If you agree with the resolution, please sign and date this document and return it to the Company using one of the following methods:

- **By Hand** - delivering the signed copy to M Rugs Limited - 5 Henson Close, South Church Enterprise Park, Bishop Auckland, County Durham, DL14 6WA, or
- **Post** - returning the signed copy by post to M Rugs Limited - 5 Henson Close, South Church Enterprise Park, Bishop Auckland, County Durham, DL14 6WA

If you do not agree with the resolution, 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, you may not revoke your agreement.
- 3 Where, by 28 days from the Circulation Date, insufficient agreement has been received for the resolution to pass, it will lapse. If you agree to this resolution, please indicate your agreement and notify us as soon as possible.
- 4 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.

Company number 08924587

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
M RUGS LIMITED
(Company)

Circulation Date

2016

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006, the following resolution is proposed a special resolution of the Company

THAT, for the purposes of section 694 Companies Act 2006, the terms of a contract proposed to be made between (1) Company, (2) Martin Tragen and (3) Michael Seery pursuant to which the Company will acquire 30,000 A ordinary shares of £1.00 each in its own share capital for a total consideration of £30,000 as set out in the contract attached (Purchase Contract) be approved and the Company be authorised to enter into the Purchase Contract

Please read the notes at the end of this document before signifying your agreement to the resolution

The undersigned, being a person eligible to vote on the above resolution on the Circulation Date hereby irrevocably agrees to that resolution

For and on behalf of
PHD Nominees (MR) Limited
Date

For and on behalf of
PHD Carried Interest LLP
Date

For and on behalf of
Coalfields Growth Fund LP
Date

Benjamin Dale
Date 3/6/16

