

No. 08930892

Print for filing**THE COMPANIES ACT 2006****PRIVATE COMPANY LIMITED BY SHARES**

A19 06/11/2020 #295
COMPANIES HOUSE

WRITTEN RESOLUTIONS**of****THE CORNISH COCONUT COMPANY LTD**

On 26 March 2019 the following resolutions were duly passed as ordinary resolution and special resolutions of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTIONS**THAT:****1 Authority to allot shares**

- 1.1 the directors of the Company be and are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (Act) to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of £1638.02 (including pursuant to any share scheme or share option plan that the Company may put in place);
- 1.2 this authority shall expire on the fifth anniversary of the date of passing this resolution;
- 1.3 the Company may, before this authority expires, make offers or agreements which would or might require the allotment of shares in the Company or the grant of rights to subscribe for, or convert any security into, shares in the Company after its expiry and the directors may allot shares or grant rights in pursuance of any such offer or agreement as if this authority had not expired; and
- 1.4 this resolution revokes and replaces all unexercised authorities previously granted to the directors pursuant to section 551 of the Act but without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made pursuant to such authorities.


SPECIAL RESOLUTIONS**2 Disapplication of pre-emption rights on issue**

- 2.1 the directors of the Company be and are hereby empowered, in accordance with section 570 of the Act and subject to the passing of resolution number 1 above, to allot equity securities (within the meaning of section 560(1) of the Act) for cash pursuant to the authority conferred by that resolution as if section 561 of the Act or any other right of pre-emption did not apply to the allotment;
- 2.2 this power shall be limited to the allotment of equity securities up to the aggregate nominal amount referred to in resolution number 1 above;
- 2.3 this power shall expire on the fifth anniversary of the date of this resolution;

- 2.4 the Company may, before this power expires, make offers or agreements which would or might require the allotment of equity securities after its expiry and the directors may allot equity securities in pursuance of any such offer or agreement as if this power had not expired; and
- 2.5 this resolution revokes and replaces all unexercised powers previously granted to the directors pursuant to section 570 of the Act but without prejudice to any allotment of equity securities already made, offered or agreed to be made pursuant to such powers.

3 **New Articles**

the Articles of Association circulated to the members on the Circulation Date together with these resolutions be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

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Director