

Company No. 09153509

The Companies Act 2006
A Private Company Limited By Shares
Written Resolutions
of
FORAGE BOTANICALS LIMITED
(the "Company")

8 April 2021 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company (the "**Directors**") propose that resolutions 1 and 2 be passed as ordinary resolutions and resolution 3 as a special resolution (together, the "**Resolutions**");

ORDINARY RESOLUTIONS:

1 Sub-division of shares

THAT, in accordance with section 618 of the Act, the 1 ordinary share of £1.00 in the issued share capital of the Company be sub-divided into 10,000 ordinary shares of £0.0001 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary share of £1.00 in the capital of the Company as set out in the Company's articles of association.

2 Authority to allot

THAT, subject to the passing of resolution 1 above and in accordance with section 551 of the Act, the Directors be and are generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £1.00, provided that such authority shall, unless renewed, varied or revoked by the Company, expire on the date that is five years after the passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTION:

3 Disapplication of pre-emption rights

THAT, subject to the passing of resolutions 1 and 2 above and in accordance with section 570 of the Act, the Directors be generally authorised to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if all and any rights of pre-emption over such equity securities, including, but not limited to, section 561(1) of the Act, did not apply to any such allotment, provided that this power shall:

- (a) be limited to the allotment of equity securities up to an aggregate nominal value of £1.00; and

- (b) expire on the date that is five years after the passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

Important:

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

The undersigned, being the sole shareholder entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

Signed:



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Natasha Richardson

Date: 8 April 2021

NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning a copy of the signed version by email to nr.herbalist@gmail.com.
- 2 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.
- 3 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 4 Unless sufficient agreement has been received for the Resolutions to pass, they will lapse on the twenty eighth (28th) day after the Circulation Date. If you agree to the Resolutions, please ensure that your agreement reaches us before or by this date.
- 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.