

Step 3 1

Company Number 9438400

GEORGIA FARM LIMITED
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of GEORGIA FARM LIMITED
(the "Company")

CIRCULATION DATE *20 May 2015*

THURSDAY



A22 *A4CQ8WJM* 30/07/2015 #57
COMPANIES HOUSE

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

ORDINARY RESOLUTION

1. **THAT** in accordance with section 551 of the Companies Act 2006 ("**2006 Act**"), the directors of the Company (the "**Directors**") be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of

- 1 1 £1,059 80 comprising 5,299 A ordinary shares of £0 20 each,
- 1 2 £1,060 comprising 5,300 B ordinary shares of £0 20 each,
- 1 3 £1,060 comprising 5,300 C ordinary shares of £0 20 each,
- 1 4 £1,060 comprising 5,300 D ordinary shares of £0 20 each, and
- 1 5 £1,060 comprising 5,300 E ordinary shares of £0 20 each,

provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years from the date on which this resolution is passed, 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

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the 2006 Act but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities

SPECIAL RESOLUTION

2. **THAT**, subject to the passing of resolution 1 and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the 2006 Act did not apply to any such allotment

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AGREEMENT

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

The undersigned, sole member entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions as indicated above

Signed by Gillian Margaret Cattran



Date

20 May 2015

NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

By hand delivering the signed copy to Georgia Farm, Nancledra, Penzance, Cornwall, TR20 8LS

Post returning the signed copy by post to Georgia Farm, Nancledra, Penzance, Cornwall, TR20 8LS
- 2 You may not return the Resolutions to the Company by any other method
- 3 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
- 4 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement
- 5 Unless within 28 days of the circulation date sufficient agreement has been received for the Resolutions to pass, it will lapse If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date