

Company no. 09564631

The Companies Act 2006
Private company limited by shares
Written resolution
of
Founders Factory Limited
6 May 2015 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director of Founders Factory Limited (the "**Company**") proposes that resolution 1 below is passed as a special resolution (the "**Special Resolution**"),

Special Resolution

- 1 **THAT**, in accordance with section 569 of the Companies Act 2006 ("**CA 2006**"), the directors of the Company be generally empowered to allot equity securities (as defined by section 560 of the CA 2006) as if section 561 of the CA 2006 did not apply to any such allotment, **provided** that the authority granted by this resolution shall be limited to the allotment of equity securities up to an aggregate nominal value of £2 44, and shall cease to have effect where
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- (a) this power is revoked,
- (b) the Company ceases to be a private company limited by shares, or
- (c) there is more than one class of shares in the Company

Important.

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

The undersigned, being the sole member of the Company entitled to vote on the resolution on the Circulation Date (see Notes 4 and 5), hereby irrevocably agrees to the Special Resolution

Signed

Name David Hickson

SATURDAY



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COMPANIES HOUSE

Notes

- 1 If you agree to the Special Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by hand to David Hickson at the Company's registered office
- 2 The Special Resolution will lapse if sufficient votes in favour have not been received by the end of the date which is 28 days after the Circulation Date (the Circulation Date being counted as day one) Unless you do not wish to vote on the Special Resolution, please ensure that your agreement reaches the Company on or before this date and time If the Company has not received this document from you by then you will be deemed to have voted against the Special Resolution
- 3 Once you have signified your agreement to the Special Resolution such agreement cannot be revoked
- 4 In the case of joint holders of shares, only the vote of the holder whose name appears first in the register of members of the Company in respect of such joint holding will be counted by the Company to the exclusion of the other joint holder(s)
- 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