

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

**DAVENTRY THERMOFORMING HOLDINGS LIMITED**

(a company registered in England no. 10665289)

("the Company")

**WRITTEN RESOLUTIONS  
OF THE  
SOLE MEMBER**

Circulation Date: 3 May 2017

Date Passed: 3 May 2017

WEDNESDAY



A13 \*A6B0SKFS\* 19/07/2017 #160  
COMPANIES HOUSE

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

**ORDINARY RESOLUTIONS**

1. That the entry by the Company into a share exchange agreement between Anthony John Lewis (1) and the Company (2) be and hereby is approved for all purposes (including for the purposes of section 190 of the Act).
2. That, in accordance with section 551 of the Companies Act 2006 ("**the Act**"), the directors be generally and unconditionally authorised to allot shares in the capital of the Company and grant rights to subscribe for or to convert any security into shares in the capital of the Company ("**Rights**") up to an aggregate nominal amount of £99 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the 5th anniversary of the Circulation Date set out above save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the directors may allot shares or grant Rights 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 80 of the Companies Act 1985 or section 551 of the Act

**SPECIAL RESOLUTIONS**

3. That, subject to the passing of Resolution 1 and in accordance with section 570 of the the Act ("**the Act**"), the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 1, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:
  - 3.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £99; and
  - 3.2 expire on the 5th anniversary of the Circulation Date set out above (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.

#### **AGREEMENT TO WRITTEN RESOLUTIONS**

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

The undersigned, being the sole member entitled to vote on the Resolutions on the circulation date set out above, hereby irrevocably agree to the passing of the Resolutions.

  
.....  
Signed by  
**ANTHONY JOHN LEWIS**

  
.....  
**Date of signature**

**NOTES:**

1. If you wish to agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated and returning it to the Company's Solicitors, Shakespeare Martineau LLP, at No 1 Colmore Square, Birmingham B6 4AA (Ref: EJB/1032247.1).
2. If you do not agree to the Resolutions you need not do anything. You will not be deemed to agree if you fail to respond.
3. Once you have indicated your agreement to the Resolutions you may not revoke your agreement.
4. Unless by the end of the period of 28 days beginning with the circulation date set out above sufficient agreement has been received for the Resolutions to be passed it will lapse.
5. If you are signing this document on behalf of another person under a power of attorney or other authority, please provide a copy of such power or authority when returning this document.