

**PHANTOM BREWING CO. LIMITED**  
**Company number 11079384**  
**A PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**(COMPANY)**

Circulated to the members of the Company on: 15/07/2019 (**Circulation Date**)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**CA 2006**), the directors of the Company propose that the following be passed as ordinary and special resolutions (**Resolutions**).

**ORDINARY RESOLUTIONS**

1. **CONFLICT**

**THAT**, the restrictions set out in article 14 of the articles of association of the Company which would otherwise prevent a director from being counted as participating in the decision making process be and are hereby disappplied and that the directors may vote and form part of quorum for the purposes of the transactions and other arrangements proposed in the board minutes of the directors of the Company circulated with these Resolutions, a copy of which is attached to these Resolutions.

2. **AUTHORITY TO ALLOT**

**THAT**, in accordance with section 551 of the CA 2006 the directors of the Company be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £250,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling five years after the date of 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 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 revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

**SPECIAL RESOLUTION**

3. **DISAPPLICATION OF PRE-EMPTION RIGHTS**

TUESDAY



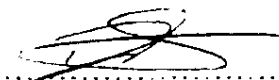
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THAT, in accordance with section 551 of the CA 2006 the directors of the Company be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security.

## AGREEMENT

Please read the notes below before signifying your agreement to the Resolutions. The undersigned, being the persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Signed by **DOMINIC GEMSKI**

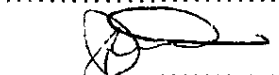


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Date:

15/07/19  
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Signed by **DANE WHITE**



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Date:

15/07/19  
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## NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated below and returning the signed version by hand to the registered office of the Company or by email to Dominic Genski ([dominic.genski@ac1.co.uk](mailto:dominic.genski@ac1.co.uk)).

You may not return the Resolutions to the Company by any other method.

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 by the last day of the 28 day period beginning with the Circulation Date, sufficient agreement is received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
6. 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.
7. Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (i.e. members who were entitled to vote at the time the resolution was circulated) representing a simple majority of the total voting rights of eligible members signify their agreement to it.
8. Sufficient agreement will have been reached to pass a special resolution if eligible members (i.e. members who were entitled to vote at the time the resolution was circulated) representing at least a 75% majority of the total voting rights of eligible members signify their agreement to it.