

COMPANY NUMBER: 10185899

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

ALLPLANTS LTD (THE "COMPANY")

On 27th January 2020, the following resolutions were duly passed by the members:

ORDINARY RESOLUTION

AUTHORITY TO ALLOT SHARES

1. **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot equity securities (as defined in section 560 of the Act) or grant rights to subscribe for or to convert any security into shares in the Company (the "Rights") up to an aggregate nominal amount of £35.00, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date 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.

SPECIAL RESOLUTION

DIS-APPLICATION OF PRE-EMPTION RIGHTS

2. **THAT**, subject to the passing of resolution 1 and in accordance with section 570 of the Act, the directors of the Company be generally empowered to allot equity securities (as defined in section 560 of the Act) or grant Rights pursuant to the authority conferred by resolution 1, as if the provisions set out in articles 13.3 to 13.9 of the Company's articles of association and any other rights of pre-emption however so expressed, did not apply to such issue or grant, provided that this power shall:
 - (a) be limited to the allotment of equity securities (as defined in section 560 of the Act) or grant of Rights of up to an aggregate nominal amount of £35.00; and
 - (b) expire upon the expiry of the authority granted by resolution 1 (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 shares to be allotted or Rights to be granted and the directors in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

DocuSigned by
Jonathan Petrides

(Sign.) Director

THURSDAY



A14 *A8XS200Y* #389
COMPANIES HOUSE