

Company number: 10490013

**PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION**

of

**BORROW A BOAT LIMITED ("Company")**

.....16/10/.....2018 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("CA 2006"), the directors of the Company ("**Directors**") propose that the following resolution is passed as an ordinary resolution as specified ("**Resolution**").

**ORDINARY RESOLUTION**

**a) Ratification of shareholders' resolution**

It is hereby noted that there was an typographical error in the shareholders' resolution passed on 15 December 2017. The following resolution is to be passed in order to correct this error, with effect from 15 December 2017.

That, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot A Ordinary Shares and B Investment 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 £9,703.16 provided that this authority shall, unless renewed, varied or revoked by the Company, expire 12 months after 15 December 2017 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.

We hereby confirm the waiver of any pre-emption rights pursuant to the the CA 2006 or the Company's articles of association in respect of the allotment.

**AGREEMENT**

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

The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Signed by MATT OVENDEN  
Print Name

[Signature]  
Signature



Date:

16/10/18

## NOTES

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

**By hand:** delivering the signed copy to Matthew Ovenden at the Company's registered office.

**E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [matthew.ovenden@borrowaboat.com](mailto:matthew.ovenden@borrowaboat.com). Please type "Written resolutions" in the e-mail subject box.

If you do not agree to the Resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, within 30 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
4. 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.
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.