

Company number: 00047791

**The Companies Act 2006**

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**Company limited by shares**

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**Ordinary and special resolutions  
of  
Henry Cole & Company Limited**



Passed on 26<sup>th</sup> October 2017

The following resolutions were passed as to resolutions 1 as an ordinary resolutions and as to resolutions 2 and 3 as a special resolutions of the company at an extraordinary general meeting of the company duly convened and

held at: United Business Centre, Cirencester Office Park, Tetbury Road, Cirencester, GL7 6JJ

date: Thursday 26<sup>th</sup> October 2017.

time: 12.30 am.

**Ordinary resolutions**

1. **That** the directors of the Company be hereby authorised generally and unconditionally pursuant to and in accordance with Sections 550 and 551 of the Companies Act 2006 to exercise all the powers of the Company to allot, or to grant rights to subscribe for, up to 5485 shares at any time or times during the period of five years from the date hereof save that the Company may, pursuant to this Authority, make offers or agreements before the expiry of this Authority which would or might require relevant securities to be allotted after such expiry, and the directors may allot relevant securities in pursuance of such offers or agreements as if the authority conferred by this Resolution had not expired.

**Special resolutions**

2. **That** subject to the passing of Resolution Number 1 above, pursuant to Section 570 of the Companies Act 2006 the provisions of 561(1) of the said Act and the provisions of Article

8 of the Company's Articles of Association shall not apply to the allotment of any shares which at the time of passing this Resolution the directors propose to allot provided that such allotment is made within five years of the passing of this Resolution and is limited to 5485 shares.

3. **That** the Articles of Association of the Company be amended as follows:

(a) *By deleting in the current Article 1.3 the words of "26(5)"*

(b) *By deleting in it's entirety the current Article 24.*

1.1 The chairman put the vote to the meeting and reported that these resolutions had been duly passed by the required majority.

2. **Close**

There being no further business the meeting closed.



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Chairman