

Company Number 00601845

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**of**

**MINER'S INTERNATIONAL LIMITED ("Company")**

Date: 21 September 2017 (the "Circulation Date")

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

**SPECIAL RESOLUTION**

- 1 THAT the issued share capital of the Company be reduced from £72.72 to £1.00 by cancelling and extinguishing (1) 441,932 of the issued A Ordinary Shares of £0.0001 each; (2) 151,309 of the issued B Ordinary Shares of £0.0001 each; and (3) 123,959 of the issued C Ordinary Shares of £0.0001 each all in the capital of the Company, all of which are fully paid up.

**ORDINARY RESOLUTION**

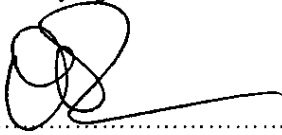
- 2 To declare a dividend of £7,200,000 in aggregate on the A Ordinary Shares of £0.0001 each, B Ordinary Shares of £0.0001 each and C Ordinary Shares of £0.0001 each (the "Ordinary Shares"), to be satisfied by the transfer of the 90,000 A Ordinary shares of £1.00 each held in Paul Murray Plc and such dividend will be paid on to the holders of Ordinary Shares at such time or date as the directors of the company may determine.



## Agreement

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

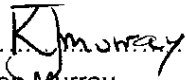
The undersigned, entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agreed to the Resolutions:



Paul Murray

21.09.2017

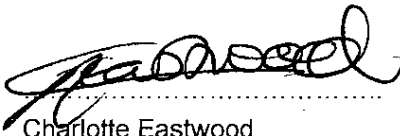
Date



Karen Murray

21.09.2017

Date



Charlotte Eastwood

21.09.2017

Date



Gemma Robertson

21.09.2017

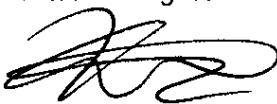
Date



Signed by Paul Murray as attorney of  
Maxwell Murray under a power of attorney  
dated 22 August 2017

21.09.2017

Date



Thomas Eastwood

21.09.2017

Date

## NOTES

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

**By Hand:** delivering the signed copy to the registered office.

**Post:** returning the signed copy by post to the registered office.

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.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.

3. Unless, by 28 days following the circulation date, sufficient agreement has been 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.

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.