

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

OF

POLEBROOK LIMITED ("the Company")

Company Number: - 02803402

Circulation Date this [ 26 ] day of [ November ] 2019

We, the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held:-

THAT: -

That the Company hereby approve a share for share exchange and that 50 issued shares, held by Philip Robert Charles MASON and 50 issued shares, held by Sandra Jane MASON in the issued share capital of the Company be transferred to TILTONBROOK LIMITED ("the Transferee") Company Number:- 12147976 in exchange for the allotment of 49 new shares in the Transferee to Philip Robert Charles MASON and the allotment of 49 new shares in the Transferee to Sandra Jane MASON to rank pari passu with the existing shareholdings in the Transferee. Any Pre-emption rights existing in the Articles of Association shall be disapplied for this transaction.

The shareholders shall be required to transfer their shareholding by the execution of a stock transfer form in favour of the Transferee and in return, shares in the Transferee shall be allotted as follows: -

1. Philip Robert Charles MASON receives 49 new allotted shares in Tiltonbrook Limited in exchange for his 50 shares in the Company being transferred to Tiltonbrook Limited
2. Sandra Jane MASON receives 49 new allotted shares in Tiltonbrook Limited in exchange for her 50 shares in the Company being transferred to Tiltonbrook Limited

Signature..... Name

Philip Robert Charles MASON

Signature..... Name

Sandra Jane MASON

TUESDAY



A14 \*A8W5BJI8\* 07/01/2020 #105  
COMPANIES HOUSE



## NOTES TO THE MEMBERS

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above, and return the signed version either by hand or post to the Company Secretary/Director c/o Wilkins Kennedy, Lulworth Close, Chandlers Ford, Hampshire, United Kingdom, SO53 3TL.

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

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 or sign.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by the date which is 28 days after the Circulation Date set out above, 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.