

Company No: 02956729

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
RESOLUTION IN WRITING
of
PENBALE LIMITED


("Company")

Passed the *12* of *December* 2019

By a written resolution signed in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of all of the members of the Company who, at the date of the resolution, were entitled to attend and vote at a general meeting of the Company the following resolutions of the Company were duly passed:

SPECIAL RESOLUTIONS

1. The Directors are permitted to vote on the resolutions in which they are interested to effect completion of the Share Exchange Agreement and allotment of shares referred to below.
2. The Company is authorised to complete the Share Exchange Agreement to be made between David Kendrick and Elizabeth Kendrick (the Sellers) (1) and the Company (2) which provides for the issue to the Sellers of fully paid ordinary shares of 725 each in the capital of the Company (Consideration Shares) on the basis of 725 Consideration Shares for every 1 ordinary share in Penbale (Wolverhampton) Properties Limited (PW) so that PW becomes a wholly owned subsidiary of the Company.
3. That, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £1450 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 1st November 2020. This authority revokes and replaces all unexercised authorities previously granted to the Directors.

Signed . . .  . . .
David Kendrick
Director

Dated . . . *12 December 2019* . . .

TUESDAY



A12 *A8KIHTWB* #388
17/12/2019
COMPANIES HOUSE