Company Number 3200099

## THE ADORATION GROUP LIMITED

(the "Company") (registered in England and Wales with registered number 3200099)

Minutes of a meeting of the Board of Directors of the Company held at

MAY WADS HEARY

on 20(>(o) at 3 a.m./pm

PRESENT Graham Ferguson

David Gunter

Richard Heywood

Susan Heywood



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#### IN ATTENDENCE

## 1. Constitution of the Meeting

- The Chairman announced that a quorum of directors was present and that the meeting was duly constituted in accordance with the Articles of Association of the Company
- Each of the directors of the Company declared the manner in which he was interested in the matters (if any) to be discussed at the meeting and such declarations were taken as sufficient for the Company's Articles of Association and s 317 Companies Act 1985. It was noted that in accordance with the Articles of Association of the Company each such director was entitled to be counted in the quorum and vote on a motion in which he was interested.

# 2. Purpose of meeting

The Chairman reported that the purpose of the meeting was to consider, note and if appropriate approve the transfer of shares held by the Company in L A Medica Limited to Genesis Adoration Limited

### 3. Transfer of shares

- The Chairman proposed that the shares owned by the Company in L A Medica Limited should be transferred to Genesis Adoration Limited for the purposes of rationalising the group's company structure
- After due and careful consideration of all the circumstances and on being satisfied that it is for the benefit of the Company and in the interests of the Company, for the purposes of carrying on its business IT WAS RESOLVED to approve the transfer of shares to Genesis Adoration Limited IT WAS FURTHER RESOLVED that any two Directors or a Director and the Secretary of the Company were duly authorised to execute the stock transfer form

#### 4 Close

There being no further business, the meeting then terminated

Chairman

2017/07

Date