

MARCHAM FARMS LIMITED

Company No:
03237079

The Companies Act 2006

On the 24.12. — 2020 the following Written Resolutions (such resolution being passed as ordinary and special resolutions) was approved by the eligible members pursuant to sections 288 to 300 of the Companies Act 2006:

Ordinary Resolution

1. THAT, the directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount of £3,077,671 being 1,584,634 Ordinary A shares of £1.00 each and 1,493,037 Ordinary B shares of £1.00 each at the date of the passing of this resolution. Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the company before the expiry of this authority."

Special Resolution

2. THAT, subject to the passing of the resolution numbered 1 above, the directors be given power pursuant to section 570 of the Companies Act 2006 (the "Act") to allot equity securities (as defined in section 560 of the Act) of the Company for cash pursuant to the authority granted by that resolution as if the restrictions as to pre-emption provisions set out in article 2(b) of the Articles of Association of the Company did not apply to such allotment. This power shall expire 5 years from the date of passing this resolution and the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

S.L. Juthied

Chairman

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