

COMPANY NUMBER: 06203371

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**

of

**AGRIMARK LIMITED**

(the Company)

Circulated on *8 April 2020* (the Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the Act), the directors of the Company propose that:

- Resolution 1 below be passed as an ordinary resolution (**Ordinary Resolution**); and
- Resolution 2 be passed as a special resolution (**Special Resolution**).

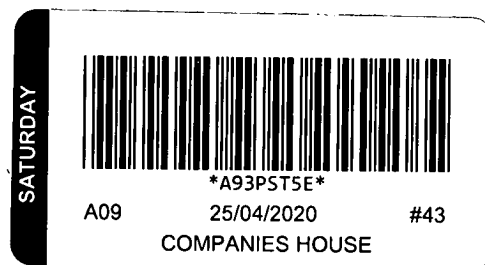
**ORDINARY RESOLUTION**

**1. THAT :**

- 585 ordinary shares of £0.10 each in the issued share capital of the Company held by Christopher John Winchester be re-designated as 585 A ordinary shares of £0.10 each in the issued share capital of the Company;
- 150 ordinary shares of £0.10 each in the issued share capital of the Company held by Gillian Winchester be re-designated as 150 A ordinary shares of £0.10 each in the issued share capital of the Company; and
- 765 ordinary shares of £0.10 each in the issued share capital of the Company held by Trek Investments Ltd be re-designated as 765 B ordinary shares of £0.10 each in the issued share capital of the Company.

**SPECIAL RESOLUTION**

- 2. THAT,** the draft articles of association attached to this resolution be adopted as the articles of association of the Company in substitution, and to the exclusion of, the Company's existing articles of association.



## AGREEMENT

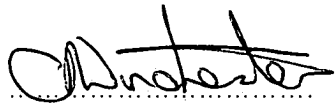
Please read the explanatory notes at the end of this document before signifying your agreement to the Special Resolution. The undersigned, being the persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Special Resolution:

Signed by **Thomas Janion** for and  
on behalf of **Trek Investments Ltd**

.....  
**Thomas Janion**

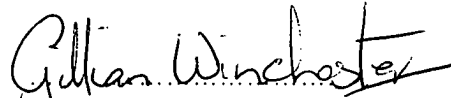
Date ..... 2020

Signed by **Christopher John Winchester**

  
.....  
**Christopher John Winchester**

Date ..... 8/4 ..... 2020

Signed by **Gillian Winchester**

  
.....  
**Gillian Winchester**

Date ..... 8/4 ..... 2020

## NOTES

1. You can choose to agree to both the Ordinary Resolution and the Special Resolution or neither of them but you cannot agree to only one of the resolutions. 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 Company's registered office; or

**By post:** returning the signed copy by post to the Company's 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. The resolutions will lapse if the required majority of eligible members have not signified their agreement to them by the date falling 28 days after the Circulation Date. If you agree to the resolutions, please ensure that your agreement reaches the Company before that date.
4. 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.