

Direct Wines Holdings Limited

Minutes of a meeting of the board of directors of the company

Held at One Waterside Drive,  
Arlington Business Park,  
Theale,  
RG7 4SW

Date 15 09 2016

Present D A Thatcher (Chairman)  
J W H Weir

1. **Quorum**

The chairman reported that a quorum was present and declared the meeting open

2. **Approval and circulation of Accounts**

2.1 **Resolve** that the company's accounts for the financial year ended 01 July 2016 together with the strategic report, directors' report and the auditors' report on those accounts ("**the Accounts**") (copies of which are attached to these resolutions) be and are approved and that they be signed by David Thatcher, a director of the company

2.2 **Resolve** that on or before 31 March 2017 a copy of the Accounts be and are

- (a) sent to the members of the company and to any other person entitled to receive notices of general meetings, and
- (b) filed at Companies House.

3. **Auditors**

3.1 Note that PricewaterhouseCoopers LLP will be deemed to be re-appointed as auditors of the company unless the members, within the period of 28 days from the date on which the accounts and reports are sent to the members of the company, either object in accordance with Section 488, Companies Act 2006 or resolve that they will not be so re-appointed

3.2 Note that the directors will fix the remuneration of the auditors in consultation with them, in accordance with the authority previously given to them by resolution of the shareholders

4. **Close**

There being no further business the meeting closed

J W H Weir

