

ArchOver Limited

Company No:
07235487

The Companies Act 2006

On the 3rd December 2019 the following written resolution (such resolutions being passed as special resolutions were approved by the eligible member pursuant to sections 288 to 300 of the Companies Act 2006:

Resolutions

- 1 **THAT** the share capital of the Company be increased from £11,380.70 divided into 1,018,704 A Ordinary shares of 1p each and 119,366 B Ordinary shares of 1p each to £4,711,380.70 by the creation of 4,700,000 C Ordinary shares of £1 each. The C Ordinary shares will be non-voting apart from on a winding up or third party sale of the Company and will rank ahead of the A Ordinary shares and B Ordinary shares for repayment, at par value only, on a winding up or third party sale of the Company.
- 2 **THAT**, in accordance with section 551 of the Act, the directors be unconditionally authorised to allot 4,700,000 C Ordinary shares of £1. Unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary of the passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.
- 3 **THAT**, in accordance with section 571 of the Act and subject to the passing of resolution 2 above, the directors of the Company be given the general and unconditional authority to allot, for cash, the shares set out in resolution 2, up to an aggregate nominal amount of £4,700,000, as if section 561(1) of the Act did not apply

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Director

FRIDAY



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03/01/2020

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