

NATURAL FIBRE TEX LIMITED

(Company Number 07884111)

(the "Company")

24 April 2015

(the "Circulation Date")

WEDNESDAY



A46C7ZQ2

A24

29/04/2015

#236

COMPANIES HOUSE

WRITTEN RESOLUTIONS

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (the "**Resolutions**")

SPECIAL RESOLUTIONS

1 **THAT** the following be added to the Company's articles of association as article 47 9

"47 9 Notwithstanding anything contained in these Articles, the directors shall not decline to register any transfer of shares, nor may they suspend such registration, where such transfer

- (a) is to any Secured Party, or*
- (b) is delivered to the Company for registration by a Secured Party in order to perfect its security over the shares, or*
- (c) is executed by a Secured Party pursuant to the power of sale or otherwise under such security,*

nor shall the directors be entitled to exercise any lien which the Company has in respect of shares charged in favour of, or held by a Secured Party or being transferred as described in this article 47 9 and furthermore notwithstanding anything to the contrary contained in these Articles no transferor of any shares in the Company or proposed transferor of such shares to a Secured Party and no Secured Party shall be required to offer the shares which are or are to be the subject of any such aforementioned transfer to the shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under the Articles or otherwise howsoever to require such shares to be transferred to them whether for consideration or not

*For the purposes of this Article, "**Secured Party**" means any bank or financial institution to which a security interest has been granted over the shares in the Company, or any nominee, receiver or other entity acting on its behalf "*

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the special resolutions set out above

The undersigned, each a person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to the special resolutions set out above

Signed by a director of
CAMIRA YARNS LIMITED

M. A. Knowlton

Date

24 April 2015

NOTES

- 1 You can choose to agree to all of the special resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of 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
 - (a) By Hand delivering the signed copy addressed to the directors of the Company at the Company's registered office
 - (b) Post returning the signed copy by post addressed to the directors of the Company at the Company's registered office
- 2 If you do not agree to all of the resolutions, you do not need to do anything you will not be deemed to agree if you fail to reply
- 3 Once you have indicated your agreement to the resolutions, you may not revoke your agreement
- 4 Unless, before the end of the period of 28 days beginning on the Circulation Date, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date
- 5 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members
- 6 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