# THE COMPANIES ACT 2006

## PRIVATE COMPANY LIMITED BY SHARES

### WRITTEN RESOLUTIONS

- of -

PIP & NUT LTD. (the "Company")

26;02 2019 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution (the "Resolution").

## SPECIAL RESOLUTION

That the directors be generally empowered pursuant to section 570 of the Companies Act 2006 (the "Act") to allot equity securities to Sara Jane Halbard ("SJH") in respect of the conversion of a loan owed by the Company to SJH into 11,313 A Ordinary shares of £0.01 each pursuant to the authority conferred by Article 7.1 of the existing articles of association of the Company as if section 561 of the Act and any rights of pre-emption contained in the articles of association of the Company or howsoever arising did not apply to any such allotment (the expression "equity securities" and references to the allotment of "equity securities" bearing the same respective meanings in this resolution as in section 560 of the Act).

## **AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being a member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution.

Signed:

Name:

Date:

J L MOFFIN (PRINT NAME)

27 h FEBRUARY 2019

**COMPANIES HOUSE** 

### NOTES

- 1. If you agree with the Resolution, 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:
  - (i) by hand: delivering the signed copy to Pippa Murray at Pip & Nut Limited, Timsons Business Centre, Bath Road, Kettering, Northants, United Kingdom, NN16 8NQ;
  - (ii) by post: returning the signed copy by post to Pippa Murray at Pip & Nut Limited, Timsons Business Centre, Bath Road, Kettering, Northants, United Kingdom, NN16 8NQ; or
  - (iii) by email: by attaching a scanned copy of the signed document to an email and sending it to Pippa Murray at <a href="mailto:pip@pipandnut.com">pip@pipandnut.com</a>. Please enter "Written Resolution" in the email subject box.
- Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received from the eligible member for the Resolution to be passed, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us on or before this 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.

## THE COMPANIES ACT 2006

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## **SPECIAL RESOLUTION**

That the directors be generally empowered pursuant to section 570 of the Companies Act 2006 (the "Act") to allot equity securities to Sara Jane Halbard ("SJH") in respect of the conversion of a loan owed by the Company to SJH into 11,313 A Ordinary shares of £0.01 each pursuant to the authority conferred by Article 7.1 of the existing articles of association of the Company as if section 561 of the Act and any rights of pre-emption contained in the articles of association of the Company or howsoever arising did not apply to any such allotment (the expression "equity securities" and references to the allotment of "equity securities" bearing the same respective meanings in this resolution as in section 560 of the Act).

## **AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being a member of the Company entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution.

Name: S'ARA JANE HALBAR) (PRINT NAME)

Date: 27 February 2019.

TUESDAY

#### THE COMPANIES ACT 2006

### PRIVATE COMPANY LIMITED BY SHARES

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- of -

PIP & MUT LTD. (the "Company")

26 (0 Z 2019 (the "Circulation Date")

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#### SPECIAL RESOLUTION

That the directors be generally empowered pursuant to section 570 of the Companies Act 2006 (the "Act") to allot equity securities to Sera Jane Helbard ("SJM") in respect of the conversion of a losn owed by the Company to SJH into 11,313 A Ordinary shares of £0.01 each pursuant to the authority conferred by Article 7.1 of the existing articles of sesociation of the Company as it section 581 of the Act and any rights of pre-emploin contained in this articles of association of the Company or howsoever arising did not apply to any such allotment (the expression "equity securities" and references to the efforment of "equity securities" bearing the same respective meanings in this resolution as in section 580 of the Act).

## AGREEMENT

Please road the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned, being a member of the Company existed to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution. PIPPA MURRAY (PRINT NAME)

Signed

Name:

Oate.

Temporal Total Street Contract

\*A8ØKC1Y9\* 05/03/2019 **COMPANIES HOUSE** 

### THE COMPANIES ACT 2006

# PRIVATE COMPANY LIMITED BY SHARES

#### WRITTEN RESOLUTIONS

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26 February 2019 (the "Circulation Date")

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#### SPECIAL RESOLUTION

That the directors be generally empowered pursuant to section 570 of the Companies Act 2006 (the "Act") to alic! equity securities to Sare Jane Halbard ("BM\*) in respect of the convention of a loan owed by the Company to Stiff into 11.313 A Ordinary shares of £0.61 each pursuant to the authority conferred by Article 7.1 of the existing articles of association of the Company as if section 561 of the Act and any rights of pre-emption contented in the articles of association of the Company or howspayer arising did not apply to any such allotment (the expression "equity securities" end references to the effortment of "equity securities" bearing the same respective meanings in this resolution as in section 550 of the Acts. Acti.

### AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions

The undersigned being a member of the Company entitled to vote on the Resolution on the Circulation Date. Hereby inevolution agrees to the Resolution.

Signed

Name

GILLS BROOK (PRINT NAME)

Date

26/2/19

Micheland Committee of the contract

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