

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
SYKES COTTAGES HOLDINGS LIMITED
(Company)

SATURDAY



On 19 July 2017 the ordinary and special resolutions set out below were duly passed as written resolutions of the Company pursuant to section 288 of the Companies Act 2006:


ORDINARY RESOLUTION

1. That the directors are generally and unconditionally authorised pursuant to section 551 of the CA 2006 to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into such shares (**Allotment Rights**), but so that:
 - (a) the maximum amount of shares that may be allotted or made the subject of Allotment Rights under this authority are 100,000 C5 ordinary shares of £0.046 each;
 - (b) this authority shall expire on the date which is 5 years from the date upon which this resolution is passed; and
 - (c) the Company may make any offer or agreement before such expiry which would or might require shares in the Company to be allotted or Allotment Rights to be granted after such expiry.

For the avoidance of doubt, all unexercised authorities already vested in the directors as at the date of this resolution to allot shares in the Company or to grant Allotment Rights, are not revoked.

SPECIAL RESOLUTION

2. That subject to the passing of resolution 1 above, the directors are empowered pursuant to section 570 of the CA 2006 to allot equity securities (as defined in section 560 of the CA 2006), pursuant to the authority conferred on them by resolution 1 above, as if section 561(1) of the CA 2006, and any pre-emption rights contained in the Company's articles of association, did not apply to any such allotment.


Director