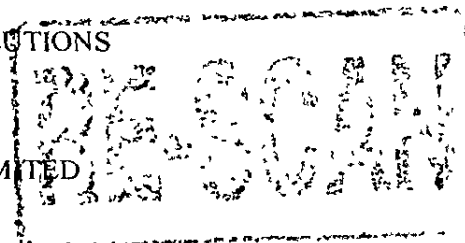


Company number
09427409

WEDNESDAY



THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN SHAREHOLDER RESOLUTIONS
OF
DRAYSON TECHNOLOGIES LIMITED
(the Company)



In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed as special resolutions

Special resolutions

That

- 1 £4,912,006 52 of the sum standing to the credit of the share premium account of the Company at the date of the passing of this resolution be cancelled in order to effect a capital repayment under the terms of a demerger agreement to be entered into between the Company and Drayson Racing Technologies Limited (registered number 09411397) on or about the date of this resolution
- 2 The articles of association of the Company be amended such that the definition of "Original Subscription Price" shall be amended to read as follows

"Original Subscription Price" means with respect to the Preferred 'A' Shares, a deemed subscription price in an amount equal to 85% of the original subscription price (including any premium thereon) per share paid for an equivalent number of Preferred 'A' Shares held in the capital of Drayson Racing Limited (company number 8950419) as at 17 February 2015, as adjusted from time to time as a result of a reorganisation of the share capital of the Company,

DOCUMENTS ATTACHED TO THIS RESOLUTION

A copy of the directors' solvency statement dated 18 February 2015 is attached to this resolution

AGREEMENT OF ELIGIBLE MEMBERS*

Eligible members must signify their agreement to the proposed resolutions as follows (i) by hand, by delivering a signed copy to John Miller at Drayson Technologies Limited, Unit 29, Chancerygate Business Centre, Langford Lane, Kidlington, OX5 1FQ, (ii) by post, by sending a signed copy to John Miller at Drayson Technologies Limited, Unit 29, Chancerygate Business Centre, Langford Lane, Kidlington, OX5 1FQ, or (iii) by e-mail, by sending a scanned signed copy of the resolutions to John Miller to john.miller@draysontechnologies.com. Eligible members must signify their agreement to the proposed resolutions within the period of 28 days from and including the circulation date


18/2/15 105


However, eligible members who do not agree with the proposed resolutions do not need to reply. Once eligible members have signified their agreement to the proposed resolutions, their agreement may not be revoked. The proposed resolutions will lapse if they are not passed by the end of that 28 day period.


*Note "Eligible members" are those members who are or would be entitled to vote on the above resolutions on the circulation date (i.e. the date on which copies of the resolutions are first sent or submitted to members)


AGREEMENT OF ELIGIBLE MEMBERS*


The undersigned, being eligible members on 18 February 2015, irrevocably agrees to the resolution set out above



Lord Paul Drayson
Date 18.02.15

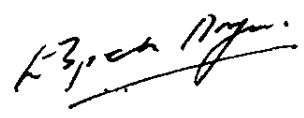

Guy Drayson
acting through their attorney
LORD PAUL DRAYSON
Date 18 02 15



Michael Drayson
acting through their attorney
LORD PAUL DRAYSON
Date 18 02 15


Ruth Drayson
acting through their attorney
LORD PAUL DRAYSON
Date 18 02 15


Brian Bellhouse
acting through their attorney
LADY ELSPETH DRAYSON
Date 18 02 15


Elisabeth Bellhouse
acting through their attorney
LADY ELSPETH DRAYSON
Date 18 02 15


Professor Bellhouse's Grandchildren's Settlement
acting through their attorney
LADY ELSPETH DRAYSON
Date 18 02 15


Margaret Rayfield
acting through their attorney
LADY ELSPETH DRAYSON
Date 18 02 15

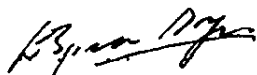


James Drayson

acting through their attorney

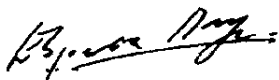
LORD PAUL DRAYSON

Date 18 02 15



Lady Elspeth Drayson

Date 18 02 15



Thomas Bellhouse

acting through their attorney

LADY ELSPETH DRAYSON

Date 18.02.15



Anna Sarphie

acting through their attorney

LADY ELSPETH DRAYSON

Date 18 02 15

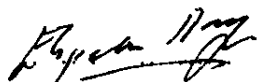


Catherine Curtis

acting through their attorney

LADY ELSPETH DRAYSON

Date 18 02 15



Simon Curtis

acting through their attorney

LADY ELSPETH DRAYSON

Date 18 02 15

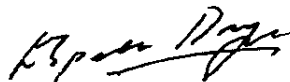


Philip Rayfield

acting through their attorney

LADY ELSPETH DRAYSON

Date 18 02 15

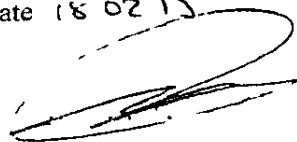


Mary Bellhouse

acting through their attorney

LADY ELSPETH DRAYSON

Date 18 02 15

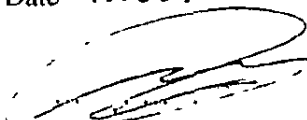


Antonio Puron

acting through their attorney

MANUEL PINUELA

Date 18.02.2015

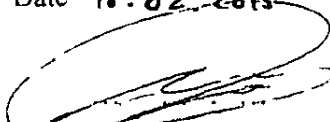


Holda Zepeda

acting through their attorney

MANUEL PINUELA

Date 18.02.2015

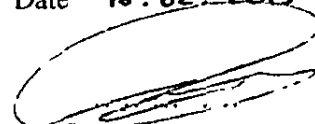


Enrique Pinuela Rangel

acting through their attorney

MANUEL PINUELA

Date 18.02.2015



José Luis Pinilla Ibarz

acting through their attorney

MANUEL PINUELA

Date 18.02.2015

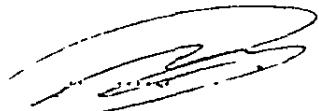


Emily Bellhouse

acting through their attorney

LADY ELSPETH DRAYSON

Date 18 02 15



Manuel Pinuela Rangel

Date 18 02 2015

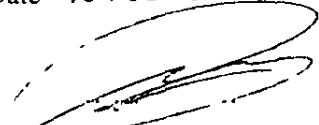


Franrika Foundation

acting through their attorney

MANUEL PINUELA

Date 18.02.2015



Holda Maria Puro Zepeda

acting through their attorney

MANUEL PINUELA

Date 18.02.2015

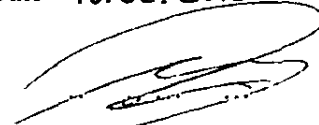


Rafael Herrera Alonso

acting through their attorney

MANUEL PINUELA

Date 18.02.2015



Julia de Amorim Fritsch

acting through their attorney

MANUEL PINUELA

Date 18.02.2015



Idoia Espinal Martin

acting through their attorney

MANUEL PINUELA

Date 18.02.2015

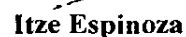


Juan Septien

acting through their attorney

MANUEL PINUELA

Date 18.02.2015



Itze Espinoza

acting through their attorney

MANUEL PINUELA

Date 18.02.2015



Rodrigo Inclan Pinuela

acting through their attorney

MANUEL PINUELA

Date 18.02.2015



Mariana Hernandez Cano

acting through their attorney

MANUEL PINUELA

Date 18.02.2015




Cristian Enrique Rios Martinez

acting through their attorney

MANUEL PINUELA

Date 18.02.2015



Gerardo Chagoyan Valera
acting through their attorney

MANUELA PINUELA
Date 18.02.2015



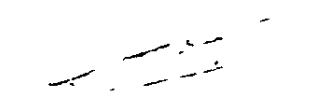
Cesar Berruero Moreno
acting through their attorney

MANUELA PINUELA
Date 18.02.2015



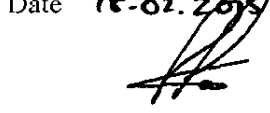
Esther Lorente Royo
acting through their attorney

MANUELA PINUELA
Date 18.02.2015



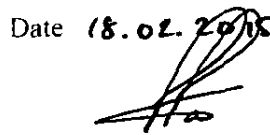
Mariana Rangel Abarca
acting through their attorney

MANUELA PINUELA
Date 18.02.2015



Minesh Patel
acting through their attorney

PARESH PATEL
Date 18.02.2015



Nimisha Patel
acting through their attorney

PARESH PATEL
Date 18.02.2015



Beatriz Fidalgo Fernández
acting through their attorney

MANUELA PINUELA
Date 18.02.2015



Maria de los Dolores Rio de la Loza Puron
acting through their attorney

MANUELA PINUELA
Date 18.02.2015



Paresh Patel
Date 18.02.2015



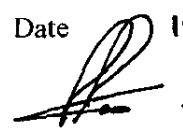
Priti Patel
acting through their attorney

PARESH PATEL
Date 18.02.2015



Poonam Patel
acting through their attorney

PARESH PATEL
Date 18.02.2015



Dinesh Shukla
acting through their attorney

PARESH PATEL
Date 18.02.2015



Paresh Suryakant Patel
acting through their attorney

PARESH PATEL

Date 18.02.2015



Harsvina Suryakant Patel
acting through their attorney

PARESH PATEL

Date 18.02.2015



Himesh Patel
acting through their attorney

PARESH PATEL

Date 18.02.2015



Nita Patel
acting through their attorney

PARESH PATEL

Date 18.02.2015



Jaymin Patel
acting through their attorney

PARESH PATEL

Date 18.02.2015



Ritina Shukla
acting through their attorney

PARESH PATEL

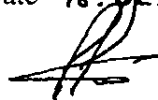
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Nick Scott Ram
acting through their attorney

PARESH PATEL

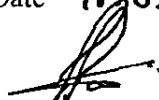
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Jayesh Thakrar
acting through their attorney

PARESH PATEL

Date 18.02.2015



Reena Shukla
acting through their attorney

PARESH PATEL

Date 18.02.2015



Viresh Patel
acting through their attorney

PARESH PATEL

Date 18.02.2015



Companies House

COMPANY NAME: . DRAYSON TECHNOLOGIES LIMITED
COMPANY NUMBER: 07641546

This filing was superseded by the RES13 filed on 10/04/15