

J.CARTER SPORTING CLUB LIMITED
Company Number 09670915
("the Company")

THURSDAY



**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS
OF THE ABOVE-NAMED COMPANY HELD AT**

ON THE 3 **DAY OF** October **2017 AT** am/pm

Present: Philip Beahon (Chairman)
Thomas Beahon

1. CHAIRPERSON

Philip Beahon was appointed chairperson of the meeting.

2. QUORUM

The Chairman announced that a quorum was present and the Meeting was declared open.

3. DECLARATION OF DIRECTORS' INTERESTS

The Directors present at the Meeting declared their interests in the matters to be discussed at the Meeting and such declarations were taken as sufficient for the purposes of the Company's Articles of Association, sections 177 and 182 of the Companies Act 2006 and otherwise.

4. PURPOSE OF MEETING

- 4.1 The Chairman reported the purpose of the meeting was for the Directors to consider and, if thought fit, approve the allotment of shares to Michael Needley in accordance with an investment agreement entered into between (1) the Existing Shareholders (2) the Company and (3) the Investors on [20 September 2017] (the "Investment Agreement").

5. ALLOTMENT OF SHARES

- 5.1 **IT WAS NOTED** that pursuant to the Investment Agreement that Michael Needley had agreed to subscribe for 1,430 ordinary shares of £0.001 in the capital of the Company at an aggregate price of £50,000
- 5.2 After due and careful consideration by the Directors of their duties (including, without limitation, those in the Act), **IT WAS RESOLVED** that the subscription by Michael Needley be and is hereby approved and that:
- 5.2.1 the 1,430 ordinary shares be allotted to Michael Needley; and
 - 5.2.2 a share certificate for the shares allotted be executed by any two directors of the Company or a director and the company secretary of the Company or any director of the Company in the presence of a witness who attests his signature and issued to Michael Needley.

5.3 The meeting was then adjourned in order that the statutory books of the Company could be written up to reflect the issue of such shares.

5.4 On resumption of the meeting IT WAS NOTED that the statutory books of the Company had been fully written up to reflect the issue of such shares.

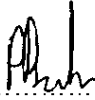
6. FORMS

The Chairman instructed one of the directors to file all necessary Forms and notices with the Registrar of Companies, to complete all necessary registers in the Company's statutory books and to deal with all other consequential documentation.

7. CONCLUSION

There being no further business the Meeting terminated.

Dated 3 October 2017

Signed 
Chairman