

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS
of
J.CARTER SPORTING CLUB LIMITED

Company No. 09670915

("the Company")

Passed on 13 January 2020

It is certified that pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the members of the Company passed on the above date the resolution numbered 1 below as an ordinary resolution and resolutions numbered 2, 3, 4 and 5 below as special resolutions.

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Companies Act and the articles of association of the Company ("the Articles"), the directors of the Company be generally and unconditionally authorised to allot and issue ordinary shares of £0.001 each in the Company up to an aggregate number of 11,625 such ordinary shares, provided that this authority shall, unless renewed varied or revoked by the Company, expire on 6 March 2020, save that the Company may, before such expiry, grant rights or make an offer or agreement which would or might require shares to be allotted and/or issued and the directors may allot and/or issue shares in pursuance of such rights, offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTIONS

2. THAT articles 12.4 to 12.7 inclusive of the Articles shall not apply to any shares allotted and/or issued pursuant to the authority in resolution 1 above.
3. THAT, pursuant to article 14.9 of the Articles, a person to whom shares are allotted and issued pursuant to the authority in resolution 1 above that is not as at the date of this resolution a member of the Company (a "New Shareholder") may transfer all or any of those shares to a Permitted Transferee as if that New Shareholder were an Original Shareholder under article 14 of the Articles and article 14.5 of the Articles shall not apply to a transfer of Shares by a New Shareholder.
4. THAT pursuant to article 14.9 of the Articles, Philip Beahon may, on or before 13 March 2020, transfer to a New Shareholder such number of Shares held by him representing, in aggregate, up

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to 3.75% of the total number of Shares issued by the Company (following the allotment and issue of the Shares pursuant to the authority in resolution 1 above).

5. THAT pursuant to article 14.9 of the Articles, Thomas Beahon may, on or before 13 March 2020, transfer to a New Shareholder such number of Shares held by him representing, in aggregate, up to 3.75% of the total number of Shares issued by the Company (following the allotment and issue of the Shares pursuant to the authority in resolution 1 above).

Signed



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Print name: PHILIP BEAHON

Chairman