

COMPANY No. 10295971

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

GLOBAL HARVESTER HOLDINGS (UK) LTD (Company)

CIRCULATION DATE: 13 December

2019

Pursuant to 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 of the Company (Resolutions):

SPECIAL RESOLUTIONS:

1. THAT for the purposes of Section 551 of the Companies Act 2006, the directors of the Company are generally and unconditionally authorised to grant Enterprise Management Incentive options on such terms as the director shall approve, over 14 C Shares of £0.50 each in the capital of the Company and 76 R Shares of £0.50 each in the capital of the Company.
2. THAT Section 567(1) of the Companies Act and any pre-emption rights contained in the Company's Articles of Association shall not apply in respect of the grant of Enterprise Management Incentive options over 14 C Shares and 76 R Shares of £1.00 each in the capital of the Company permitted by Resolution 1 above.

AGREEMENT

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

The undersigned, being persons entitled to vote on the Circulation Date, hereby irrevocably agree to the Resolutions as indicated above.

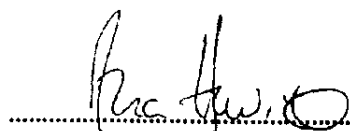
Signed by ROBIN BOWIE:

Date: 13<sup>th</sup> December 2019



Signed by ANA HAURIE:

Date: 13 December 2019



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COMPANIES HOUSE

## NOTES

1. If you agree to the Resolutions, 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:

**By Hand:** delivering the signed copy to Caroline Kemsley-Pein, Kemsley & Company, Harborough Innovation Centre, Airfield Business Park, Market Harborough, Leicestershire, LE16 7WB.

**Post:** returning the signed copy by post to Caroline Kemsley-Pein, Kemsley & Company, Harborough Innovation Centre, Airfield Business Park, Market Harborough, Leicestershire, LE16 7WB.

**E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [ckp@kemsleylaw.co.uk](mailto:ckp@kemsleylaw.co.uk). Please enter "*Written resolutions in respect of Global Harvester Holdings (UK) Ltd*" in the e-mail subject box.

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by the expiry of the 28 day period commencing on the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the expiry of this period.