

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS OF**

**NEPTUNE RUM LTD  
(the "Company")**

**CIRCULATION DATE:** 26<sup>th</sup> October

**2018**

**Pursuant to** Chapter 2 of Part 13 of the Companies Act 2006 ("**CA 2006**"), the directors of the Company propose that the following resolutions be passed as an ordinary resolution and a special resolution (the "**Resolutions**").

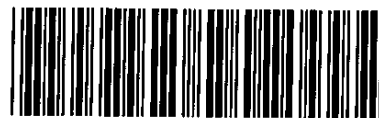
**ORDINARY RESOLUTION**

1. **THAT** in accordance with section 551 of CA 2006, the Directors be generally and unconditionally authorised to allot ordinary shares in the Company up to an aggregate nominal amount of £28.70 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary hereof, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

**SPECIAL RESOLUTION**

2. **THAT** pursuant to section 571 of CA 2006, the directors be generally empowered to allot equity securities specified at the meeting of the board of directors as if the pre-emption rights contained in the CA 2006 or otherwise however arising did not apply to any such allotment.

WEDNESDAY



A09 \*A7L3ZVE8\* 19/12/2018 #255  
COMPANIES HOUSE

## AGREEMENT

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

The undersigned, being the persons entitled to vote on the Resolutions on the circulation date stated above, hereby irrevocably agree to the Resolutions:

.....  
Richard Graham Davies

.....  
Dated

  
.....  
James Molloy

  
.....  
Dated

.....  
Timothy Hyman

.....  
Dated

.....  
Andrew Wall

.....  
Dated

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26th October 2018  
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James Molloy

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Dated

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Timothy Hyman

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Dated

  
.....  
Andrew Wall

26/10/18  
.....  
Dated

## 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 the company secretary at the registered office of the Company.
- Post: returning the signed copy by post to the company secretary at the registered office of the Company.

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, prior to 28 days from the date of the Resolutions, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.