

COMPANY No. 12230969

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
POCKLINGTONS LIMITED (the 'Company')

CIRCULATION DATE: 30th SEPTEMBER 2020

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** 150 A Ordinary Shares of £1.00 each in the capital of the Company registered in the name of Deirdre Pocklington be re-designated as 150 Ordinary Shares of £1.00 each having the rights set out in the Company's Articles of Association.
2. **THAT** the transfer by the partnership known as Pocklington Farms (**Partnership**) of its business and assets to the Company and the issue and allotment of shares in the Company to Craig Pocklington and Vacey Pocklington (each being a director and shareholder of the Company and a partner in the Partnership) in consideration of such transfer (**Transaction**) be approved for the purposes of section 190 of the Companies Act 2006.
3. **THAT** the directors of the Company be generally permitted to vote on matters as to which they are personally interested in relation to the approval of the Transaction and all resolutions related to the Transaction and article 14(1) of the Company's articles of association shall be disapplied for this purpose.

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 this Resolutions as indicated above.

Signed by **CRAIG POCKLINGTON**:

Date: 30th SEPTEMBER 2020



Signed by **VACEY POCKLINGTON**:

Date: 30th SEPTEMBER 2020



Signed by **DEIRDRE POCKLINGTON**:

Date: 30th SEPTEMBER 2020



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. Please enter "*Written resolutions in respect of Pocklington's Limited*" in the e-mail subject box.

2. 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.

3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

4. Unless, by the expiry of the 28 day period commencing on the Circulation Date, 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 the expiry of this period.