

COMPANIES ACT 2006
SPECIAL/WITTEN/ORDINARY RESOLUTION

Company number: SC590302

Company name: FARM-HAND LTD.

On the 11 day of NOVEMBER 2019 the following special/~~written~~ ordinary resolutions
^{are} was agreed and passed by the members:

SEE ATTACHED PAGE



Signed

L.K. Bryden

Written Resolutions of Farm-Hand Limited signed and agreed on 11/11/19

Company Number SC590302 ("the Company")

Pursuant to Part 13, Section 2 of the Companies Act 2006, the undersigned being the eligible members (as such term is defined in Section 289 of the Companies Act) hereby approve the following written resolution as an Ordinary and Special Resolution of the Company and agree that the said resolutions shall for all purposes be valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

ORDINARY RESOLUTION

Authority to Allot

THAT in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("Rights") up to an aggregate nominal amount of £317.31 provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years from the passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares, or adoption of any share option pool, or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTIONS

Dis-application of Pre-emption Rights

THAT, subject to the passing of the Authority to Allot resolution above, and in accordance with section 570 of the Companies Act 2006, the directors of the Company be generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authority conferred by the Authority to Allot above and as if section 561(1) of the Companies Act 2006 and any preemptions rights afforded to each shareholder on transfer including Company buyback did not apply to any such allotment and transfer, provided that this power shall:

1. be limited to the allotment of equity securities up to an aggregate nominal amount of £317.31; and

2. continue for five years from the passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

Change of A shares to ordinary shares

1. THAT, the Company's share capital of 10000 A Ordinary shares be and are redesignated into 10000 Ordinary Shares of nominal value £0.01 each;

2. THAT, To the extent that any of the above authorised actions of any director, lawyers or accountant of the Company have been undertaken prior to the date of this resolution, then those actions are hereby ratified.