

Company No: 00534801

WRITTEN RESOLUTION

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

GARDINER BROS AND COMPANY (LEATHERS) LIMITED

5 FEBRUARY 2020 ("Circulation Date")

FRIDAY



A08 07/02/2020 #149
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed as a special resolution ("the **Resolution**").

SPECIAL RESOLUTION

1. **THAT** the redemption by the Company of all of its 5% cumulative redeemable preference shares of £1.00 each in the capital of the Company at a price of £1.00 per share, such shares being held by the following persons:

Name of Shareholder	Number of 5% cumulative redeemable preference shares to be redeemed	Total redemption amount
PGG	2,147	£2,147
Kate Elizabeth Holloway	1,610	£1,610
BJG	1,610	£1,610
Claire Judy Gardiner	1,610	£1,610
JRPG	1,610	£1,610
RJG	2,147	£2,147
Julia Mary Hannah Gardiner	2,147	£2,147
TOTAL	12,881	£12,881

be and is hereby approved and that any applicable notice periods set out in Article 4(4) of the Articles of Association of the Company for the redemption of such shares be and are hereby waived.

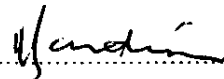
AGREEMENT

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

The undersigned, a person entitled to vote on the Resolution on the Circulation Date hereby irrevocably agrees to the Resolution:

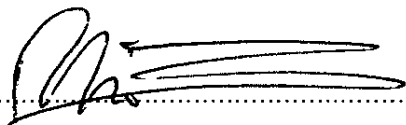
RRICHARD JOLYON GARDINER

Date


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5 / 2 / 2020
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PETER GILES GARDINER

Date


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5 / 2 / 2020
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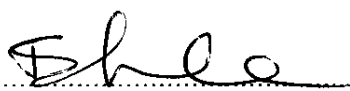
KATE ELIZABETH HOLLOWAY

Date

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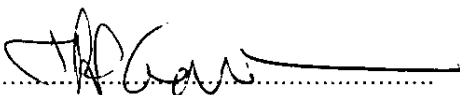
BENJAMIN JAMES GARIDNER

Date


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5 / 2 / 2020
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JAMES RICHARD PETER GARDINER

Date


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5 / 2 / 2020
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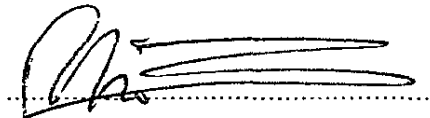
The undersigned, a person entitled to vote on the Resolution on the Circulation Date hereby irrevocably agrees to the Resolution:

RRICHARD JOLYON GARDINER

Date

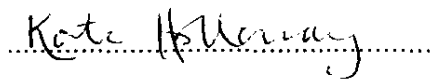
PETER GILES GARDINER

Date


5/2/2020

KATE ELIZABETH HOLLOWAY

Date

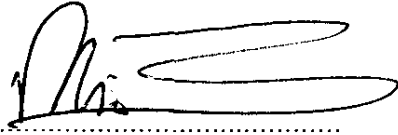

5/2/2020

BENJAMIN JAMES GARIDNER

Date

JAMES RICHARD PETER GARDINER

Date

PETER GILES GARDINER EXECUTOR OF
JULIA MARY HANNAH GARDINER ~~Wid~~ S..... 

Date 5/2/2020

CLARE JUDY GARDINER 

Date 5/2/2020

NOTES

1. If you agree with the Resolution, 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's registered office.

Post: returning the signed copy by post to the Company's registered office.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to pnrayment@hclaw.com. Please enter "Written resolutions" in the e-mail subject box.

If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.

3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolution 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.