

Company number 06791479

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

of

**THE YELLOW SUBMARINE GROUP LIMITED (Company)**

**Circulation Date:** 19 / 09 / 2018

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

**ORDINARY RESOLUTION**

1. THAT the terms of an agreement proposed to be made between the Company and David Murphy and Sara Vata for the purchase by the Company from:
  - a. David Murphy of 4,900 Ordinary shares of £1.00 each and 100 £1 ordinary B Shares in the capital of the Company for a total consideration of £724,900 as set out in the contract attached (**Purchase Contract**) be approved; and
  - b. Sara Vata of 100 £1 ordinary B Shares in the capital of the Company for a total consideration of £100 as set out in the Purchase Contract be approved,

and the Company be authorised to enter into the Purchase Contract.

**SPECIAL RESOLUTION**

2. THAT, subject to Resolution 1 being validly passed, the purchase of own shares by the Company out of distributable profits as detailed in the Purchase Contract is approved.

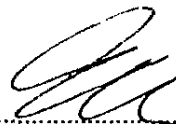
**AGREEMENT**

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

The undersigned, a person entitled to vote on the above Resolutions the circulation date, hereby irrevocably agrees to the Resolutions:

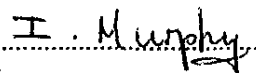
Signed by **GEORGE MURPHY**

Date

  
.....  
19 September '18.....

Signed by **IRENE MURPHY**

Date

  
.....  
19 September '18.....

FRIDAY



A29 \*A7GF5CWW\* #45  
12/10/2018  
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 delivery methods.

- **By Hand** Delivering the signed copy to the Directors of the Company at 97a Allerton Road Allerton, Liverpool, United Kingdom, L18 2DD
- **Post:** Returning the signed copy by post to the Directors of the Company at 97a Allerton Road Allerton, Liverpool, United Kingdom, L18 2DD.

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 sufficient agreement has been received for the Resolutions to pass within 28 days of the circulation date, it will lapse. If you agree to this Resolutions, please ensure that your agreement reaches us as soon as possible.

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.