

SATURDAY



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A13

21/03/2015

#257

COMPANIES HOUSE

Company number. 07002732

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

HARDLYEVER LIMITED (the "Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution"), and
- (b) resolution 2 below is passed as a special resolution (the "Special Resolutions")

ORDINARY RESOLUTION

	For	Against
1 That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £83 916, provided that (a) the authority granted under this resolution shall expire five years after the passing of this resolution; and (b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired This authority is in addition to all subsisting authorities	X	

SPECIAL RESOLUTION

	For	Against
2 That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916	X	

AGREEMENT

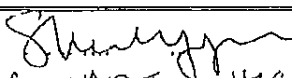
Please read the notes at the end of this document before signifying your agreement to either the Ordinary Resolution or Special Resolution (together the "Resolutions")

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to those Resolutions for which "X" is marked in the "For" box above

Note. To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above.

Signed

Name


STUART HIGGINS (PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A COMPANY)

Date

18/12/14

NOTES

- 1 If you wish to vote in favour of a Resolution please put an 'X' in the box marked "For" next to that Resolution

If you wish to vote against a resolution please put an 'X' in the box marked "Against" next to that Resolution or leave both boxes next to that Resolution blank

Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods:

- (a) by hand delivering the signed copy to Adam Thatcher at Taylor Wessing LLP, 24 Hills Road, Cambridge, CB2 1JP, or
- (b) by post returning the signed copy by post to Adam Thatcher at Taylor Wessing LLP, 24 Hills Road, Cambridge, CB2 1JP, or
- (c) by email, by attaching a scanned copy of the signed document to an email and sending it to a.thatcher@taylorwessing.com Please enter "Written resolutions - Hardyever Limited" in the email subject box

If there are no Resolutions that you agree with, 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 a Resolution, you may not revoke your agreement
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Company number. 07002732

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

- of -

HARDLYEVER LIMITED (the "Company")

10 December 2014 (the "Circulation Date")

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- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution"), and
- (b) resolution 2 below is passed as a special resolution (the "Special Resolutions")

ORDINARY RESOLUTION

	For	Against
1 That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £83 916, provided that (a) the authority granted under this resolution shall expire five years after the passing of this resolution, and (b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired This authority is in addition to all subsisting authorities	X	

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A13

27/03/2015
COMPANIES HOUSE

#306

SPECIAL RESOLUTION

	For	Against
2 That the provisions in article 9 2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916	X	

AGREEMENT

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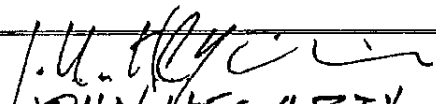
Note: To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above

Signed

Name

For and on behalf of

Date


JOHN HEGARTY (PRINT NAME)

(COMPLETE IF MEMBER IS A
COMPANY)

19 December 2014

NOTES

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Company number 07002732

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
- of -

HARDLYEVER LIMITED (the "Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution"), and
- (b) resolution 2 below is passed as a special resolution (the "Special Resolutions")

ORDINARY RESOLUTION

	For	Against
<p>1 That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £83 916, provided that</p> <p>(a) the authority granted under this resolution shall expire five years after the passing of this resolution, and</p> <p>(b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired</p> <p>This authority is in addition to all subsisting authorities</p>	X	

SPECIAL RESOLUTION

	For	Against
2 That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916	X	

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to either the Ordinary Resolution or Special Resolution (together the "Resolutions")

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to those Resolutions for which "X" is marked in the "For" box above

Note To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above

Signed



Name

Ms J SARAH WILSON (DIRECTOR) (PRINT NAME)

For and on behalf of

CHASE NOMINEES LTD ALANTON (COMPLETE IF MEMBER IS A COMPANY)

Date

12/14/2014

NOTES

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Company number 07002732

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

HARDLYEVER LIMITED (the "Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

- (a) resolution 1 below is passed as an ordinary resolution (the "**Ordinary Resolution**"), and
- (a) resolution 2 below is passed as a special resolution (the "**Special Resolutions**")

ORDINARY RESOLUTION

	For	Against
1 That the directors be generally and unconditionally authorised for the purposes of section 561 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £83 916, provided that (b) the authority granted under this resolution shall expire five years after the passing of this resolution, and (c) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired This authority is in addition to all subsisting authorities	X	

SATURDAY

A13

21/03/2015
COMPANIES HOUSE

#295

SPECIAL RESOLUTION

	For	Against
2 That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83,916	X	


AGREEMENT

Please read the notes at the end of this document before signifying your agreement to either the Ordinary Resolution or Special Resolution (together the "Resolutions")

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to those Resolutions for which "X" is marked in the "For" box above

Note To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above

Signed



Name

CAROLE DEBBIE GREGORY (PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A
COMPANY)

Date

10th Dec 2014

NOTES

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Company number: 07002732

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

of

HARDLYEVER LIMITED (the "Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution"), and
- (b) resolution 2 below is passed as a special resolution (the "Special Resolutions")

ORDINARY RESOLUTION

	For	Against
That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £83,916, provided that:	✓	
(a) the authority granted under this resolution shall expire five years after the passing of this resolution, and		
(b) the Company may, before such expiry, under paragraph (a) above of this resolution, make an offer or agreement, which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired		
This authority is in addition to all subsisting authorities.		

SPECIAL RESOLUTION

	For	Against
That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83,916.	<input checked="" type="checkbox"/>	<input type="checkbox"/>

AGREEMENT

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Signed

Name

For and on behalf of

Date


Shana Boller-Tejpal (PRINT NAME)

(COMPLETE IF MEMBER IS A COMPANY)

10/12/14

NOTES

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Company number 07002732

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
- of -

HARDLYEVER LIMITED (the "Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution"), and
- (b) resolution 2 below is passed as a special resolution (the "Special Resolutions")

ORDINARY RESOLUTION

	For	Against
1 That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £83 916, provided that (a) the authority granted under this resolution shall expire five years after the passing of this resolution; and (b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired This authority is in addition to all subsisting authorities	✓	

SPECIAL RESOLUTION

	For	Against
2 That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916	✓	

AGREEMENT

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The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to those Resolutions for which "X" is marked in the "For" box above

Note: To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above.

Signed

Simon Wickham

Name

SIMON WICKHAM (PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A COMPANY)

Date

10th December 2014

NOTES

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ORDINARY RESOLUTION

	For	Against
1. That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to, subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £83 916, provided that: (a) the authority granted under this resolution shall expire five years after the passing of this resolution; and (b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired This authority is in addition to all subsisting authorities	✓	

SPECIAL RESOLUTION

	For	Against
2 That the provisions in article 9 2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916.	✓	

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Signed

Name

RICHARD A. PRICE (PRINT NAME)

For and on behalf of

Hardyever Ltd.

(COMPLETE IF MEMBER IS A COMPANY)

Date

10.12.2014.

NOTES

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SPECIAL RESOLUTION

	For	Against
2 That the provisions in article 9 2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916	✓	

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Signed

J.D. Brooke

Name

JAMIE BROOKE

(PRINT NAME)

For and on behalf of

—

(COMPLETE IF MEMBER IS A COMPANY)

Date

10.12.14

NOTES

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Company Number: 07804715

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

HARDYFIVER LIMITED (the Company)

110 December 2014 (the Circulation Date)

Pursuant to chapter 2 of part 3 of the Companies Act 2006 the directors of the Company propose that:

- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution") and
- (b) resolution 2 below is passed as a special resolution (the "Special Resolution").

ORDINARY RESOLUTION

	For	Against
1. That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company up to a maximum aggregate nominal amount of £83,910; provided that: (a) the authority granted under this resolution shall expire two years after the passing of this resolution; and (b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.	X	
This authority is in addition to all subsisting authorities.		

SPECIAL RESOLUTION

This Special Resolution is passed in accordance with the Articles of Association of the Company and not in accordance with the Memorandum of Association of the Company and is not in accordance with the Memorandum of Association of the Company.

AGREEMENT

Please read the notes at the end of this document before signing your agreement to pass the Ordinary Resolution or Special Resolution (together the Resolutions).

The undersigned being a member of the Company, entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agrees to pass Resolutions for which 'X' is marked in the 'For' box above.

Note: To 'vote' for a resolution you must sign below AND mark 'X' in the 'For' box for the resolution above.

Signed

Name

(PRINT NAME)

For and on behalf of

(COMPLETE IF MEMBER IS A COMPANY)

Date

NOTES

1. If you wish to vote in favour of a Resolution please put an 'X' in the box marked 'For' next to that Resolution.

If you wish to vote against a resolution please put an 'X' in the box marked 'Against' next to that Resolution or leave both boxes next to that Resolution blank.

Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods:

- (a) by hand, delivering the signed copy to Adam Thatcher at Taylor Wessing LLP, 24 Haa Road, Cambridge, CB2 1JP; or
- (b) by post, returning the signed copy by post to Adam Thatcher at Taylor Wessing LLP, 24 Haa Road, Cambridge, CB2 1JP; or
- (c) by email, by attaching a scanned copy of the signed document to an email and sending it to a.thatcher@taylorwessing.com. Please enter 'Harden resolutions - Hardyever Limited' in the email subject box.

If there are no Resolutions that you agree with you do not need to do anything, you will not be deemed to agree if you fail to reply.