

Company number 08936878

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

GWENT INVESTMENTS LIMITED

(the "Company")

Circulation Date 17 December 2015

SATURDAY



A12 \*A4MLC5XT\* 19/12/2015 #235  
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the directors of the Company propose that resolution 1 be passed as an ordinary resolution and resolution 2 as a special resolution (the "Resolutions")

ORDINARY RESOLUTION

1. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the 2006 Act, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £1,800,000 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 and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the 2006 Act

SPECIAL RESOLUTION

2. DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of resolution 1 and in accordance with article 8 2(a) of the Company's articles of association (the "Articles"), the directors of the Company be generally empowered to allot shares in the Company pursuant to the authority conferred by resolution 1 as if article 8 2 of the Articles did not apply to any such allotment

This power shall be limited up to the allotment of shares up to an aggregate nominal value of £1,800,000 and 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 and the Directors may allot shares in pursuance of such offer or


agreement notwithstanding that the authority conferred by this resolution has expired

#### **AGREEMENT**

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

The undersigned, being the sole person entitled to vote on the Resolutions on the date of circulation hereby irrevocably agrees to the Resolutions

Signed by Andrew Lewis

  
17/12/15

Date