

Company Number: 09364895

The Companies Act 2006
Private company limited by shares
Written resolutions
of
SimplyCook Limited (the "Company")

DETACHED

TUESDAY



A17 *A84GQKY2* 30/04/2019 #194
COMPANIES HOUSE

PASSED ON: 18 April 2019

Resolution 1 below was duly passed as an ordinary resolution and resolution 2 below was passed as a special resolution of the Company by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

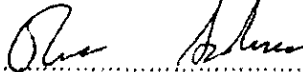
Resolutions:

1. **THAT**, in accordance with section 551 of the Act 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 £0.06 provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years after the passing of the resolutions 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 of the Company 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 of the Company but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

2. **THAT**, in accordance with article 13 of the company's articles of association, that the pre-emption provisions or any other restrictions as to pre-emption provisions do not apply to any allotment made pursuant to resolution 1 and any rights of pre-emption in connection therewith are hereby waived. This authority shall expire, unless renewed, varied or revoked by the Company, five years after the passing of the resolutions 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 of the Company may allot shares or grant equity securities in pursuance of such offer or agreement, notwithstanding that the authority conferred by this resolution has expired.

Signed



Director

Date: 18/4/19