

**Company Number 10826586**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**of**

**LES SEARLE GROUP LIMITED (Company)**

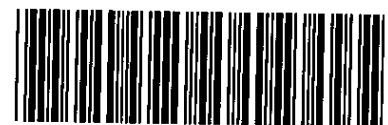
**26 June 2017 (Circulation Date)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1-2 below are passed as ordinary resolutions and resolution 3 is passed as a special resolution (the **Resolutions**).

**ORDINARY RESOLUTIONS**

1. THAT the share capital of the Company be and is increased by £1,800 by the creation of 1,800 ordinary shares of £1 each (**New Shares**).
2. THAT the directors of the Company have a general and unconditional authority under s551 of the Companies Act 2006 to allot the New Shares up to an aggregate nominal amount of £1,800, each having the respective rights and subject to the respective restrictions set out in the Company's articles of association. Unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary of this resolution.

**SPECIAL RESOLUTION**



3. THAT the Company disapplies the statutory pre-emption rights under s561(1) of the Companies Act 2006 as would otherwise apply to the allotment of the New Shares under s551 of the Companies Act 2006 and the authority given in resolution 3 above.

## 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 resolution on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed by **LESLIE DAVID SEARLE**: L Searle

Date: 26/6/17

Signed by **DENISE JOYCE SEARLE**: Dee Searle

Date: 26/6/17

Signed by **LESLIE HERBERT SEARLE**: L H Searle

Date: 26 June 17

Signed by **LESLIE DAVID SEARLE**  
and **DENISE JOYCE SEARLE** as  
Trustees of the LH and JM  
Settlement:

L Searle

Dee Searle

Date: 26/6/17

## 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 methods:

**By Hand:** delivering the signed copy to Leslie David Searle at Parsonage Farm Office, Parsonage Way, Horsham, West Sussex RH12 4AQ.

**Post:** returning the signed copy by post to Leslie David Searle at Parsonage Farm Office, Parsonage Way, Horsham, West Sussex RH12 4AQ.

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. Where, by 28 days from the Circulation Date, insufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please indicate your agreement and notify us as soon as possible.

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**of**

**LES SEARLE GROUP LIMITED (Company)**

**26 June 2017 (Circulation Date)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolutions 1-2 below are passed as ordinary resolutions and resolution 3 is passed as a special resolution (the **Resolutions**).

**ORDINARY RESOLUTIONS**

1. THAT the share capital of the Company be and is increased by £48,198 by the creation of 48,198 ordinary shares of £1 each (**New Shares**).
2. THAT the directors of the Company have a general and unconditional authority under s551 of the Companies Act 2006 to allot the New Shares up to an aggregate nominal amount of £48,198, each having the respective rights and subject to the respective restrictions set out in the Company' s articles of association. Unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary of this resolution.

**SPECIAL RESOLUTION**

3. THAT the Company disapplies the statutory pre-emption rights under s561(1) of the Companies Act 2006 as would otherwise apply to the allotment of the New Shares under s551 of the Companies Act 2006 and the authority given in resolution 3 above.

## 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 resolution on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed by **LESLIE DAVID SEARLE**:

  
.....

Date: 26-6-17

  
.....

Signed by **DENISE JOYCE SEARLE**:

Date: 26-6-17

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