

Company number 10773565
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS of
Centregreat Trade Limited (**Company**)

Circulation Date: 31st May 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

resolution 1 and 2 below are passed as ordinary resolutions (**Ordinary Resolutions**); and resolutions 3, 4 and 5 below are passed as special resolutions (**Special Resolutions**).

ORDINARY RESOLUTION

1. THAT, the directors be authorised on behalf of the Company to enter in to the demerger agreement between the Company and Centregreat Property Limited.
2. THAT, all directors of the Company may vote and be counted for quorum purposes in relation to all matters connected to the demerger agreement.

SPECIAL RESOLUTIONS

3. THAT, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company be generally and unconditionally authorised to allot shares in the Company and there be a disapplication of any pre-emption rights (whether contractually, statutory or in the articles of the Company) in relation to an allotment of shares made in accordance with the resolutions passed in these Special Resolutions.
4. THAT, 279 A ordinary shares of £0.01 each in the Company be issued to The Mathias Family Trust dated 11th May 2017.
5. THAT, 499 B ordinary shares of £0.01 each in the Company be issued Jerome Carl Mathias.


AGREEMENT

The undersigned, being the only person entitled to vote on the above resolutions on the circulation date, hereby irrevocably agrees to the Ordinary Resolutions and Special Resolutions.



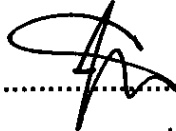
Signed by Jerome Carl Mathias

Date


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31/05/2017
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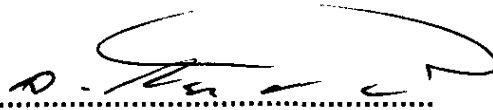
Signed by Jerome Carl Mathias, a trustee for The Mathias Family Trust dated 11th May 2017

Date


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31/05/2017
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Signed by Dewi Melvyn Mathias, a trustee for The Mathias Family Trust dated 11th May 2017

Date


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31/05/2017
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