

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

of

**R HUGHES & CO LTD**

Company No. 12917054

("the Company")

Circulation Date: 27/02/ 2021

Passed on 27/02/2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 be passed as an ordinary resolution and resolutions 2 and 3 be passed as special resolutions (the "Resolutions").

**ORDINARY RESOLUTION**

1. THAT the directors are generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to allot and issue up to 294,998 ordinary shares of £1.00 each within one year of the date of this resolution (on the expiration of which this authority shall expire) and the directors shall have the power to exercise the authority hereby conferred upon them to allot such ordinary shares to such persons and on such conditions as they may in their discretion determine.

**SPECIAL RESOLUTIONS**

2. THAT the articles of association of the Company attached hereto, be and are hereby adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company (the "New Articles").
3. THAT the directors of the Company be and are hereby empowered pursuant to section 570 of the Companies Act 2006 to allot and issue shares pursuant to the authority conferred upon the directors in accordance with resolution 1 above as if articles 17.3 to 17.6 inclusive of the New Articles did not apply to such allotment.


**AGREEMENT**

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

The undersigned, being the members entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Signed by **RICHARD GARETH HUGHES**

Date 27.02.21

  
.....

THURSDAY



\*A9ZK22UI\*

A05

04/03/2021

#190

COMPANIES HOUSE

Signed by **ABIGAIL TERESA HUGHES**

*A Hughes* .....

Date 27/02/21

**NOTES**

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree with 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 The Director, R H Hughes & Co Ltd, Selby Towers, 29 Princes Drive, Colwyn Bay, LL29 8PE
- **Post:** returning the signed copy by post to The Director, R H Hughes & Co Ltd, Selby Towers, 29 Princes Drive, Colwyn Bay, LL29 8PE.

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. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us on or before this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.