

Shareholders' Special Resolution of Section 561 Pre-emption

SPECIAL RESOLUTION

That the Directors be and they are authorised by this resolution to exercise the power conferred by Section 570 of the Companies Act 2006 to allot equity securities (whether or not fully paid up) of the said Act) for cash pursuant to the authority conferred by this resolution¹ as if sub-section (1) of Section 561 of the said Act did not apply to the company.

PROVIDED THAT this power shall not be exercised in respect of equity securities up to an aggregate nominal value of £<< >> after the date five years after the passing of this resolution,

SAVE THAT the company may be a party to an offer or agreement which would or might require equity securities to be allotted in pursuance of such offer or agreement and the board may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

¹ Shareholders' Ordinary Resolution – Authority [Section 561(1) of the Companies Act 2006]

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