**Board resolution to allot new shares**

Applications for Shares

Completed forms of application were produced in respect of the following applications for shares in the capital of the company:

1. 2,000 ordinary shares of £1.00 each from Marlon Brando
2. 1,000 ordinary shares of £1.00 each from Katharine Hepburn

The receipt of payment in full for each of these applications was reported.

Declaration of interest

Katherine Hepburn formally declared her interest in this matter as one of the applicants for the allotment of shares. It was noted that, having duly declared her interest she was permitted by the company’s articles of association to consider and vote upon the matter.

Pre-emption rights – waiver
It was reported that the pre-emption rights on allotment of these new shares, detailed in the company’s articles of association, had been waived by the existing shareholders.

Allotment of shares

After due consideration of the applications, IT WAS RESOLVED THAT:

* The noted applications for shares be approved and the said shares allotted to the applicants, these shares fully paid at a price of £1 per share for cash;
* Any two directors be authorised to issue appropriate share certificates, signed by them on behalf of the Company, to the allottees;
* Appropriate updates reflecting these allotments be made to the Company’s register of members and register of allotments; and
* Form SH01 be filed with Companies House detailing these share allotments.

As part of reaching their decisions on allotment of shares, the directors considered both the specific requirements of section 172 of the Companies Act 2006 and the need to promote the success of the Company for the benefit of its members as a whole.