



GORDON DADDS

# General Meeting 2019

*Welcome*

[www.gordondaddsgroup.com](http://www.gordondaddsgroup.com)

# Ordinary Resolution Numbered 1

In accordance with the requirements of section 551 of CA 2006, and in addition to any existing authority, the directors of the Company be and they are hereby authorised to exercise all powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company up to a maximum aggregate nominal amount of £82,170.19 (8,217,019 new Ordinary Shares) in connection with the Placing. The authority conferred by this resolution shall expire on 28 February 2019, unless such authority is renewed varied or revoked by the Company by ordinary resolution prior to or on that date and provided also that the Company may, before such expiry, make an offer or agreement which would or might require shares in the Company or rights to be allotted or granted after such expiry and the directors of the Company may allot shares in the Company or grant rights pursuant to any such offer or agreement as if the authority conferred by this resolution had not expired.

<b>For</b>	<b>Against</b>	<b>Chairman's discretion</b>	<b>Withheld</b>
<b>20,199,707</b>	<b>14,220</b>	<b>492,108</b>	<b>0</b>

## Ordinary Resolution Numbered 2

Subject to Resolutions 1 and 3 set out in this Notice being passed, in accordance with the requirements of section 551 of CA 2006, and in addition to any existing such authority for the purposes of the Company's Share Scheme, the directors of the Company be and they are hereby authorised to exercise all powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company up to a maximum aggregate nominal amount of £8,379.42 (837,942 new Ordinary Shares) pursuant to the Company's Share Scheme. The authority conferred by this resolution shall expire on the fifth anniversary of the date of passing of this Resolution, unless such authority is renewed varied or revoked by the Company by ordinary resolution prior to or on that date and provided also that the Company may, before such expiry, make an offer or agreement which would or might require shares in the Company or rights to be allotted or granted after such expiry and the directors of the Company may allot shares in the Company or grant rights pursuant to any such offer or agreement as if the authority conferred by this resolution had not expired.

<b>For</b>	<b>Against</b>	<b>Chairman's discretion</b>	<b>Withheld</b>
<b>20,203,987</b>	<b>9,940</b>	<b>492,108</b>	<b>0</b>

## Special Resolution Numbered 3

Subject to Resolution 1 being passed, in accordance with section 570(1) of CA 2006, the directors of the Company be and they are hereby empowered to allot equity securities (within the meaning of section 560 of CA 2006) for cash pursuant to the authority conferred by Resolution 1 as if section 561 of CA 2006 did not apply to such allotment, provided that this power shall be limited to the allotment and issue of new Ordinary Shares with a maximum aggregate nominal amount of £82,170.19 pursuant to the Placing and shall expire on 28 February 2019 and provided also that any such power may be revoked or varied by special resolution and that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors of the Company may allot equity securities pursuant to any such offer or agreement as if such powers had not expired.

<b>For</b>	<b>Against</b>	<b>Chairman's discretion</b>	<b>Withheld</b>
<b>20,203,876</b>	<b>9,940</b>	<b>492,108</b>	<b>111</b>

## Special Resolution Numbered 4

Subject to Resolutions 1, 2 and 3 set out in this Notice being passed, in accordance with section 570(1) of CA 2006, the directors of the Company be and they are hereby empowered to allot equity securities (within the meaning of section 560 of CA 2006) for cash pursuant to the authority conferred by Resolution 2 set out in this Notice as if section 561 of CA 2006 did not apply to such allotment, provided that this power shall be limited to the allotment and issue of new Ordinary Shares with a maximum aggregate nominal amount of £8,379.42 pursuant to the Company's Share Scheme and shall expire on the fifth anniversary of the date of passing of this Resolution and provided also that any such power may be revoked or varied by special resolution and that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors of the Company may allot equity securities pursuant to any such offer or agreement as if such powers had not expired.

<b>For</b>	<b>Against</b>	<b>Chairman's discretion</b>	<b>Withheld</b>
<b>20,203,876</b>	<b>9,940</b>	<b>492,108</b>	<b>111</b>