

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

INTEGRATED FINANCIAL SOLUTIONS LIMITED

Company number 06747582

("the Company")

Dated on the 9th day of January 2023 (the Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the directors of the Company recommend that the resolution below is passed as a Special Resolution.

The undersigned being a member of the above-mentioned Company (which is a private company) entitled to attend and vote on the Resolution below, agrees to the passing of the Resolution, pursuant to section 288 of the Companies Act 2006.

SPECIAL RESOLUTION:

(A) **THAT** under the terms of the Companies Act 2006 and on the adoption of the new Articles of Association of the Company (as per the below) the authorised share capital of the Company be dispensed with, and limits applied to the Directors' authority as set out in the new Articles attached


(B) **THAT** 59 issued A shares as held by MICHAEL STEPHEN ALDERSON be reclassified as "I" Ordinary Shares of £0.20 each and that 20 issued B shares as held by VIVIENNE RACHEL ALDERSON be reclassified as "J" Ordinary Shares of £0.20 each. All other issued shares shall remain unchanged. The new Articles will allow for a share capital that is comprised of "A" Ordinary Shares of £0.20 each, "B" Ordinary Shares of £0.20 each, "C" Ordinary Shares of £0.20 each, "D" Ordinary Shares of £0.20 each, "E" Ordinary Shares of £0.20 each, "F" Ordinary Shares of £0.20 each, "G" Ordinary Shares of £0.20 each, "H" Ordinary Shares of £0.20 each, "I" Ordinary Shares of £0.20 each and "J" Ordinary Shares of £0.20 each


(C) **THAT** the Directors be unconditionally authorised pursuant to S.551 of the Companies Act 2006 to allot shares in the share capital of the Company which are unissued at the time of the passing of this resolution at any time or times during the period of five years from the date hereof;

(D) **THAT** the company update its Articles of Association in line with the Companies Act 2006 and that the regulations set forth in the printed document produced to this meeting be approved and adopted as the Articles of Association of the Company, in substitution for, and to the exclusion of, all existing Memorandum and Articles thereof; and

(E) **THAT** any rights of pre-emption, whether conferred in the Articles of Association, by statute or otherwise, be disapplied for this transaction


Signed.....
MICHAEL STEPHEN ALDERSON


Signed.....
SHAUN ANDREW CHISHOLME

Signed.....
SHAUN DAVID MILLER

Signed.....
VIVIENNE RACHEL ALDERSON

Signed.....
JONATHAN COX

Signed.....
LYNN COX

Signed.....
DEBORAH MILLER

Signed.....
GEORGINA CHISHOLME