

THE COMPANIES ACT 2006

No. 12811489

A PRIVATE COMPANY LIMITED BY SHARES.

SURGE DESIGN LTD

I, THE UNDERSIGNED, BEING THE ONLY MEMBER OF THE ABOVE COMPANY AND THE ONLY PERSON FOR THE TIME BEING ENTITLED TO RECEIVE NOTICE OF AND ATTEND AND VOTE AT GENERAL MEETINGS, HEREBY PASS THE FOLLOWING RESOLUTION AND AGREE AND CONFIRM THAT THE SAID RESOLUTION SHALL BE ADOPTED AS A SPECIAL RESOLUTION AND FOR ALL PURPOSES BE AS VALID AND EFFECTIVE AS IF THE SAME HAD BEEN PASSED AT A GENERAL MEETING OF THE COMPANY DULY CONVENED AND HELD.

SPECIAL RESOLUTION.

THAT: the Directors of the Company are hereby authorised to create and allot as and when necessary a new class of shares designated as Ordinary "B" shares with a par value of £1.00, such new shares together with the existing Ordinary shares in the capital of the Company are to have such rights, privileges and restrictions as are set out in the new Articles of Association attached to this Resolution and signed by way of identification by the sole member for the time being of the Company and which are by this Resolution adopted as the new Articles of Association in substitution for and to the complete exclusion of the existing Articles of Association of the Company.

FURTHER THAT: the issued capital of the Company be increased by £1.00, such additional capital to be allotted as 1 Ordinary "B" share to Daniela Read and it is agreed that to facilitate this allotment, the pre-emption rights contained in the Company's Articles of Association, insofar as they relate to the allotment of shares, shall for the purpose of this transaction only, be waived.

Dated31/03/2022.....

Signed



Karl Anthony Read

Being the only member for the time being entitled to receive notice of and attend and vote either in person or by proxy at the Meetings of the Company.

RESE14

FRIDAY



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20/01/2023

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COMPANIES HOUSE