

Company number: 00952756

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

CONCEPT SPECIAL RISKS LTD (the "Company")

CIRCULATION DATE: *5th January 2023*

Under Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that:

- 1 Resolutions 1 and 2 below are passed as ordinary resolutions (the "**Ordinary Resolutions**"); and
- 2 Resolutions 3 and 4 below are passed as special resolutions (the "**Special Resolutions**"), together (the "**Resolutions**").

ORDINARY RESOLUTIONS

Authority to allot Shares

- 1 **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot 159 B Ordinary Shares of £1.00 each in the capital of the Company up to an aggregate nominal amount of £159.00.

Reclassification

- 2 **THAT**, the existing nine hundred (900) Ordinary Shares of £1.00 each in the capital of the Company registered in the name of Recreational Charter Insurance Services Limited (CRN: 05914385) be reclassified as nine hundred (900) A Ordinary Shares of £1.00 each in the capital of the Company, having the rights as set out in the Company's new articles of association to be adopted pursuant to resolution 4 below.

SPECIAL RESOLUTIONS

Disapplication of Pre-emption Rights

- 3 **THAT**, subject to the passing of resolution 1 and in accordance with section 570 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £159.00.

Adoption of Articles of Association

- 4 **THAT**, the articles contained in the document attached to these Resolutions (and for the purposes of identification marked with an 'A'), be approved and adopted as the articles of association of the Company pursuant to section 21 of the Act, in substitution for, and to the exclusion of the existing articles of association of the Company.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being the member entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

Signed by **RECREATIONAL CHARTER
INSURANCE SERVICES LIMITED**

A handwritten signature in black ink, appearing to be 'Jm d Sh', written over the date.

Date:

December 9, 2022

NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the directors of the Company using one of the following methods:
 - 1.1 **By Hand** delivering the signed copy to Giles Clegg of Lupton Fawcett, 2 The Embankment, Sovereign Street, Leeds, LS1 4BA;
 - 1.2 **Post** returning the signed copy to Giles Clegg of Lupton Fawcett, 2 The Embankment, Sovereign Street, Leeds, LS1 4BA;
 - 1.3 **Fax** faxing the signed copy to Giles Clegg of Lupton Fawcett, 2 The Embankment, Sovereign Street, Leeds, LS1 4BA, fax number: 0113 280 2163; or
 - 1.4 **Email** by attaching a scanned copy of the signed document to an email and sending it to giles.clegg@luptonfawcett.law. Please enter "Written Resolutions dated [DATE] 2022" in the email subject box.
- 2 If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 4 Unless by the date which is 28 days from the Circulation Date sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
- 5 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 6 If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.