

Written Resolutions of the Holding Company

**WRITTEN RESOLUTION
OF**

ZENTECH INTERNATIONAL LIMITED (the "Company")

Company Number 01475210

Dated this 7th day of SEPT 2023

We, the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held:-

THAT:-

That the Company hereby approve a share for share exchange and that 171,429 new shares be allotted to DR HAMID BAHAI in exchange for the 100 issued shares held by them in BTA SOLUTIONS LTD. The shares issued shall rank pari passu with their existing shareholdings. Any pre-emption rights existing in the articles of association shall be disapplied for this transaction.

The shareholders shall be required to transfer their shareholding by the execution of a stock transfer form in favour of ZENTECH INTERNATIONAL LIMITED and in return, shares in ZENTECH INTERNATIONAL LIMITED shall be allotted as follows:-

- (a) DR HAMID BAHAI RECEIVES 171,429 NEW ALLOTTED SHARES IN ZENTECH INTERNATIONAL LIMITED IN EXCHANGE FOR HIS 100 SHARES BEING TRANSFERRED TO ZENTECH INTERNATIONAL LIMITED;

Signature.....
Name RAMESH CHANDWANI

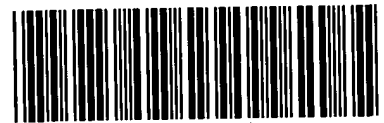
Signature.....
Name CHRISTOPHER TIMBRELL

Signature.....
Name RAVI CHANDWANI

Signature.....
Name PAUL CHANDWANI

Signature.....
Name ANNA DAVIES

FRIDAY



ACDK8YKW

A17

06/10/2023

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COMPANIES HOUSE

FIRST CORPORATE
UNIT 12, GREENWAY FARM
BATH ROAD
WICK
BRISTOL BS30 5RL