

Company No: 02549191

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
RESOLUTIONS IN WRITING

of

MONEY CONTROLS HOLDINGS LIMITED

("Company")

Passed the 31 day of AUGUST 2022

By written resolutions agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolutions, were entitled to vote on the resolutions, the following resolutions of the Company were duly passed as detailed below:

SPECIAL RESOLUTION

1. **THAT**, the articles of association of the Company are amended:
 - 1.1 by revoking the provision of the Company's memorandum as to the amount of the Company's authorised share capital (as altered by anything done by virtue of section 121 of the Companies Act 1985), which as from 1 October 2009 is treated as a provision of the Company's articles of association setting a maximum amount of shares that may be allotted by the Company with the intent and effect that such provision is deleted from the articles of association; and
 - 1.2 by deleting article 2.1 of the Company's articles of association.

ORDINARY RESOLUTION

2. **THAT**, subject to and conditional on the passing of the resolution numbered 1 above, £20,640,684, being the amount standing to the credit of the Company's capital reserve, be and is hereby capitalised and appropriated as capital to CA-MC Acquisition UK Limited, a UK private limited company with registered number 03878137 and with registered office Coin House, New Coin Street, Royton, Oldham, Lancashire OL2 6JZ and the Company's sole shareholder (the "Member"), and that the Directors be and are hereby authorised to apply such sum in paying up in full 688,022,800 ordinary shares of £0.03 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, to the Member.

Signed



Edward S. Switter

Director/Secretary

Dated 31/08, 2022

TUESDAY



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06/09/2022

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COMPANIES HOUSE