

Company Number: 04843148

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION OF**

**INNOVISE S & S HOLDINGS LIMITED (the Company)**

CIRCULATION DATE: **15 OCTOBER** 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company hereby propose that the following resolutions be passed as special resolutions (the **Resolutions**):

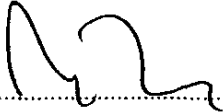
**SPECIAL RESOLUTIONS**

1. **THAT**, the issued share capital of the Company be reduced from £110.00 to £1.00 by cancelling and extinguishing 109 of the issued ordinary shares of £1.00 each in the Company, each of which is fully paid up and the amount by which the share capital is so reduced be repaid to the holder of those shares.
2. **THAT**, the share premium account and retained earnings be reduced by from £44,000 to £0.00 and the amount by which the share premium account and capital redemption reserve is so reduced be repaid to the holder of ordinary shares.

**AGREEMENT**

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

The undersigned, being persons entitled to vote on the Resolutions on the circulation date stated above, hereby irrevocably agree to the Resolutions:

  
Innovise Limited

**15/10/2020**  
Dated

THURSDAY



A06 \*A9G79608\* 22/10/2020 #2  
COMPANIES HOUSE

#### NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By hand:** delivering the signed copy to the company secretary at the registered office of the Company.
- **By post:** returning the signed copy by post to the company secretary at the registered office of the Company.

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.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

3. Unless, prior to 28 days from the date of the Resolutions, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

4. 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.

5. 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.