

Company Number: 07368809

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**

**MONEY CONCIERGE LTD (THE "COMPANY")**

The directors of the Company propose the following resolution (the "**Resolution**") to be passed as a written resolution of the Company under Chapter 2 of Part 13 Companies Act 2006. The Resolution is proposed as a special resolution.

**SPECIAL RESOLUTION**

THAT the articles of association (attached) be adopted as the articles of association of the Company in substitution for, and to the exclusion of, all the existing articles of association.

By order of the Board

*David A. Sugden*

.....  
Director

Registered in England and Wales no. 07368809

Registered office: Britannia House, Caerphilly Business Park, Caerphilly, Wales, CF83 3GG

**Circulation Date:** *24 February* <sup>1</sup>~~2020~~. The Resolution will lapse if not passed before the end of the period of 28 days beginning with the Circulation Date.

**AGREEMENT**

We, the undersigned, being the member of the Company who is entitled to vote on the Resolution on the Circulation Date, hereby signify our agreement to the Resolution.

*Peter Deane*

PETER DEANE

*24/02/2021*

DATED

*C J Airey*

**CHRISTOPHER AIREY**

*24/02/2021*

**DATED**

**RUSSELL BAVINGTON**

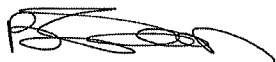
**DATED**

**GRAHAM EVANS**

**DATED**

**JEREMY LEIGH PEMBERTON**

**DATED**



**BENJAMIN RAWSON**

*24/02/2021*

**DATED**

*Brother of Sherlock Row*

**LORD DAVID BROWNLOW**

*24/02/2021*

**DATED**

*R Forman*

**RON FORMAN**

*24/02/2021*

**DATED**

*Patrick Leahy*

**PATRICK LEAHY**

*24/02/2021*

**DATED**

**PAUL HUGHES**

**DATED**

CHRISTOPHER AIREY

DATED

RUSSELL BAVINGTON

DATED

GRAHAM EVANS

DATED

  
JEREMY LEIGH PEMBERTON

24/02/2021  
DATED

BENJAMIN RAWSON

DATED

LORD DAVID BROWNLOW

DATED

RON FORMAN

DATED

PATRICK LEAHY

DATED

PAUL HUGHES

DATED

CHRISTOPHER AIREY

DATED

*Russell Bavington*

RUSSELL BAVINGTON

*24/02/2021*

DATED

*Graham Evans*

GRAHAM EVANS

*24/02/2021*

DATED

JEREMY LEIGH PEMBERTON

DATED

BENJAMIN RAWSON

DATED

LORD DAVID BROWNLOW

DATED

RON FORMAN

DATED

PATRICK LEAHY

DATED

  
PAUL HUGHES

*24/02/2021*  
DATED

*Eduard Erwee*

**EDUARD ERWEE**

*24/02/2021*

**DATED**

*Mark Smartt*

**MARK SMARTT**

*24/02/2021*

**DATED**

**FOR AND ON BEHALF OF  
DEEPINSPIRE LTD**

**DATED**

*NZ*

**FOR AND ON BEHALF OF  
SCHNEIDER INVESTMENTS ASSOCIATES LLP**

*24/02/2021*

**DATED**

**NICK YOUNG**

**DATED**

*Simon Donegan*

**SIMON DONEGAN**

*24/02/2021*

**DATED**

*David A. Sugden*

**DAVID SUGDEN**

*24/02/2021*

**DATED**

**RALPH HUBERT**

**DATED**

**EDUARD ERWEE**

**DATED**

**MARK SMARTT**

**DATED**

*SD*  
**FOR AND ON BEHALF OF  
DEEPINSPIRE LTD**

*24/02/2021*  
**DATED**

**FOR AND ON BEHALF OF  
SCHNEIDER INVESTMENTS ASSOCIATES LLP**

**DATED**

*Nick Young*  
**NICK YOUNG**

*24/02/2021*  
**DATED**

**SIMON DONEGAN**

**DATED**

**DAVID SUGDEN**

**DATED**

**RALPH HUBERT**

**DATED**

## NOTES

- 1 You may signify your agreement to the Resolution by sending (or by someone acting on your behalf sending) to the Company a document (in hard copy form or in electronic form) stating your name, referring to the Resolution and indicating your agreement to it. That may include:
  - 1.1 signing a hard copy of this document and sending it by post or delivering it by hand to the Secretary, any director, the Company's solicitors or the registered office;
  - 1.2 signing a hard copy of this document and either scanning it using a commonly-used file format and sending it by email to the email address given above for responses or to a current email address of any of the people listed in 1.1, or faxing it to a current fax number of any or them;
  - 1.3 signing an electronic copy of this document and sending it to the Secretary, any director or the Company's solicitors as set out in the electronic signing instructions; or
  - 1.4 sending an email to any of those addresses stating your name, referring to the Resolution and that you agree to the Resolution.
- 2 If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 3 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.
- 4 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.