

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

FLETCRICS LIMITED (Company)

SATURDAY



A01 *AAJMPLYA* 18/12/2021 #173
COMPANIES HOUSE

Copy Resolutions of the Company passed on 1st day of December 2020.

Special Resolution

1. The variation of rights attached to the Ordinary A shares of £1.00 so that the rights attached to the Ordinary A shares are as follows

A shares

Under sections 284 and 285 of the Companies Act 2006 (as amended) each share carries one vote on a written resolution; on a vote on a resolution on a show of hands at a meeting, each member present in person (and every proxy present who has been duly appointed by one or more members entitled to vote on the resolution) has one vote (but a proxy has one vote for and one vote against the resolution if the proxy has been duly appointed by more than one member entitled to vote on the resolution and the proxy has been instructed by one or more of those members to vote for the resolution and by one or more other of those members to vote against); and, on a vote on a resolution on a poll taken at a meeting, every member has one vote in respect of each share held by him (all or any of the voting rights of a member may be exercised by one or more duly appointed proxies but where a member appoints more than one proxy, this does not authorise the exercise by the proxies taken together of more extensive voting rights than could be exercised by the member in person)

The shares all rank pari passu (with the B shares) as respects dividend distributions. But a dividend or dividends may be declared (or paid as interim dividends) on one or several classes of shares to the exclusion of any class or classes and dividends at different rates may be declared on the respective classes of shares.

The shares all rank pari passu (with the B shares) as respects capital distribution made other than on a winding up; on a winding up each share carries the right to repayment of capital of up to £1 paid up capital and the shares all rank pari passu (with the B shares) as respects distributions of any surplus remaining after all such capital has been repaid.

The shares all rank pari passu (with the B shares) as respects entitlement to sale proceeds on the disposal of the entire share capital of the company

The shares are not redeemable.

(Ordinary A variation)

- 2 The variation of rights attached to the Ordinary B shares of £1.00 so that the rights attached to the Ordinary B shares are as follows:

B shares

Under sections 284 and 285 of the Companies Act 2006 (as amended) each share carries one vote on a written resolution; on a vote on a resolution on a show of hands at a meeting, each member present in person (and every proxy present who has been duly appointed by one or more members entitled to vote on the resolution) has one vote (but a proxy has one vote for and one vote against the resolution if the proxy has been duly appointed by more than one member entitled to vote on the resolution and the proxy has been instructed by one or more of those members to vote for the resolution and by one or more other of those members to vote against); and, on a vote on a resolution on a poll taken at a meeting, every member has one vote in respect of each share held by him (all or any of the voting rights of a member may be exercised by one or more duly appointed proxies but where a member appoints more than one proxy, this does not authorise the exercise by the proxies taken together of more extensive voting rights than could be exercised by the member in person)

The shares all rank pari passu (with the A shares) as respects dividend distributions. But a dividend or dividends may be declared (or paid as interim dividends) on one or several classes of shares to the exclusion of any class or classes and dividends at different rates may be declared on the respective classes of shares.

The shares all rank pari passu (with the A shares) as respects capital distribution made other than on a winding up; on a winding up each share carries the right to repayment of capital of up to £1 paid up capital and the shares all rank pari passu (with the A shares) as respects distributions of any surplus remaining after all such capital has been repaid

The shares all rank pari passu (with the A shares) as respects entitlement to sale proceeds on the disposal of the entire share capital of the company

The shares are not redeemable.

(Ordinary B variation)

- 3 That the articles of association attached to this resolution be adopted as the articles of association of the company in substitution for, and to the exclusion of, the existing articles of association.

Dated 1st day of December 2020 order of the Board of Director

Signed:



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Michael Richard Fletcher
Director