

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**FINYX CONSULTING LIMITED ("the Company")**

**WRITTEN RESOLUTION**

01/11/                      **2023 (Circulation Date)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 be passed as an ordinary resolution and resolutions 2 to 5 be passed as special resolutions (**the Resolutions**):

**Ordinary Resolution**

1. That in accordance with section 618 of the Companies Act 2006, the sub-division of:
  - a) 48 A ordinary shares of £1.00 each to 4,800 A ordinary shares of £0.01 each;
  - b) 36 C ordinary shares of £1 each to 3,600 C ordinary shares of £0.01 each; and
  - c) 12 D ordinary shares of £1 each to 1,200 D ordinary shares of £0.01 each(in the capital of the Company (**Sub-Division**) such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing shares of £1.00 in the capital of the Company as set out in the Company's articles of association for the time being.

**Special Resolutions**

2. That, conditional upon resolutions 3 and 4 below being passed, two new classes of ordinary share (each with a nominal value of £0.01) be created with such rights as set out in the attached new articles (**New Articles**).
3. That, conditional upon resolutions 2 and 4 being passed, the New Articles be and are hereby adopted as the articles of association of the Company in substitution for, and to the exclusion of the existing articles of association.
4. That every shareholder in the Company consents to the variation of class rights which may take place by virtue of the passing of resolutions 2 to 3 above (and this resolution shall be considered to be class consent in accordance with section 630 of the Companies Act 2006).

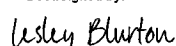
**Agreement**

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

The undersigned, being the holders of shares giving a right to attend and vote at a general meeting of the Company, hereby irrevocably agree to the Resolutions.

DocuSigned by:  
  
.....FEDEA1707E364F2.....  
**Neil Burton**

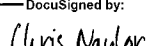
**Date:** 1 November 2023 .....

DocuSigned by:  
  
.....7BF8F6C4407EF4B9.....  
**Lesley Burton**

**Date:** 1 November 2023 .....

DocuSigned by:  
  
.....18108217F3BE452.....  
**Philip Edward Stewart**

**Date:** 1 November 2023 .....

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.....880059083C3A48A.....  
**Christopher Frederick Naylor**

**Date:** 1 November 2023 .....

#### Notes

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company by attaching a scanned copy of the signed Resolutions to an email and sending it to the following email address: [corporateparalegals@wallace.co.uk](mailto:corporateparalegals@wallace.co.uk) .
2. 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.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless by the date falling 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. 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.
6. 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.