

THE COMPANIES ACT 2006
A PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

FLEX MANAGED SERVICES LIMITED
(the "Company")

At an Extraordinary General Meeting of the Company on 28 April 2017 the following Resolutions were passed unanimously as Special Resolutions by all the members of the Company entitled as at that date to attend and vote at a general meeting of the Company

SPECIAL RESOLUTIONS


THAT 5 B Ordinary Shares currently held by Adrian David Key be reclassified as A Ordinary Shares subject to the following rights and restrictions:-

The A Ordinary Shares shall have full voting and capital distribution (including on winding up) rights. They shall have a right to dividends as declared from time to time for that class of Shares. The A Ordinary Shares shall nor rank pari passu for dividend entitlement purposes with any other class of Ordinary Shares in the Company. The C Ordinary Shares are not redeemable.

THAT 5 B Ordinary Shares currently held by Matthew Prior Childerhouse be reclassified as C Ordinary Shares subject to the following rights and restrictions:-

The C Ordinary Shares shall have full voting and capital distribution (including on winding up) rights. They shall have a right to dividends as declared from time to time for that class of Shares. The C Ordinary Shares shall nor rank pari passu for dividend entitlement purposes with any other class of Ordinary Shares in the Company. The C Ordinary Shares are not redeemable.

THAT the Directors of the Company be authorised and instructed to do all such acts and agree and execute on behalf of the Company all such other documents to which the Company is a part and all other documents as may be required in order to permit the Share Reclassification and generally to sign all such certificates and notices and other documents as may be required, subject in each case to such amendments as those executing the same on behalf of the Company think fit.


.....
Chairman

SATURDAY



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COMPANIES HOUSE