

Company No. 09354862

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

PENSIONBEE LIMITED (the "Company")

We, being the sole member of the Company at the circulation date of this resolution, **RESOLVE**, in accordance with Chapter 2, Part 13 of the Companies Act 2006 to pass the following resolution which has been proposed as a special resolution.

SPECIAL RESOLUTION

THAT the articles of association attached at Annex 1 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.

Signed:



For and on behalf of PensionBee Group Limited

Date: 24th March 2021

NOTES:

1. The circulation date of this resolution is 24 March 2021. This resolution has been sent to eligible members who would have been entitled to vote on the resolution on this date. Only such eligible members (or persons duly authorised on their behalf) should sign this resolution.
2. An eligible member can signify her agreement to the resolution by signing the resolution and by either delivering a copy of the signed resolution to an officer of the Company by hand or by sending a copy of the signed resolution in hard copy form by post to the Company or by e-mail.
3. This resolution must be passed within 28 days beginning with the circulation date. If the resolution is not passed by such date it will lapse. The agreement of a member to this resolution is ineffective if signified after this date.
4. A copy of this resolution has been sent to the auditors.