

Company number: 09366057

OPUS 107 LIMITED (the "Company")

On the 21st day of February 2021 the following written resolutions were agreed and passed by the members:

ORDINARY RESOLUTION

1. **THAT** the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot or grant rights to subscribe for or to convert any security into shares in the capital of the Company, up to a maximum aggregate nominal amount of £903.00 provided that:
 - (a) the authority granted under this resolution shall expire five years after the passing of this resolution; and
 - (b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in addition to all subsisting authorities.

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SPECIAL RESOLUTIONS

2. **THAT** subject to the passing of resolution 1 above, the directors be empowered pursuant to section 570 of the Companies Act 2006 (the "**Act**") to allot equity securities wholly for cash pursuant to the authority conferred by resolution 1 above as if section 561 of the Act and any rights of pre-emption (however and wherever expressed) did not apply to any such allotment (the expression "equity securities" and references to the allotment of "equity securities" bearing the same respective meanings in this resolution as in section 560 of the Act).
3. **THAT** the share capital of the Company be altered by the sub-division of each of the issued shares of £0.25 each in the capital of the Company into 250 shares of £0.001 each in the capital of the Company.
4. **THAT** the articles of association contained in the document attached to these written resolutions be approved and adopted as the new articles of association of the Company (the "**New Articles**") in substitution for and to the entire exclusion of the existing articles of association.
5. **THAT** subject to the passing of resolutions 3 and 4 above, all of the Deferred Shares (as defined in the existing articles of association) in issue shall automatically be converted into and re-designated as an equal number of Ordinary Deferred Shares (having the rights attaching to them as set out in the New Articles).
6. **THAT** subject to the passing of resolutions 3 and 4 above, 249 of every 250 Ordinary Shares (as defined in the New Articles) in issue shall automatically be converted into and re-designated as an equal number of B Deferred Shares (having the rights attaching to them as set out in the New Articles).
7. **THAT** the share capital of the Company be altered by the sub-division of the one issued ordinary share of £1.00 in the capital of the Company (which was first issued to the subscribing shareholder of the Company) into 1,000 shares of £0.001 each in the capital of the Company, of which 999 shall automatically be converted into and re-designated as an equal number of Ordinary Deferred Shares (having the rights attaching to them as set out in the New Articles).