

Written Resolutions of the Shareholders of the Subsidiary Company

WRITTEN RESOLUTION

OF

BTA SOLUTIONS LTD(the "Company")

Company Number 09805510

Dated this 7th day of SEPT 2023

We, the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held:-

THAT:-

That the Company hereby approve a share for share exchange and that 100 issued shares held by DR HAMID BAHAI in the issued share capital of the Company be transferred to ZENTECH INTERNATIONAL LIMITED in exchange for the allotment of 171,429 new shares in ZENTECH INTERNATIONAL LIMITED. Any Pre-emption rights existing in the Articles of Association shall be disapplied for this transaction.

The shareholders shall be required to transfer their shareholding by the execution of a stock transfer form in favour of ZENTECH INTERNATIONAL LIMITED and in return, shares in ZENTECH INTERNATIONAL LIMITED shall be allotted as follows:-

- (a) DR HAMID BAHAI RECEIVES 171,429 NEW ALLOTTED SHARES IN ZENTECH INTERNATIONAL LIMITED IN EXCHANGE FOR HIS 100 SHARES BEING TRANSFERRED TO ZENTECH INTERNATIONAL LIMITED;

Signature.....
Name DR HAMID BAHAI



FIRST CORPORATE
UNIT 12, GREENWAY FARM
BATH ROAD
WICK
BRISTOL BS30 5RL