

WEDNESDAY



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15/03/2023

COMPANIES HOUSE

#214

## WRITTEN RESOLUTIONS OF THE SOLE SHAREHOLDER

of

**MARCO POLO BUSINESS NETWORK LTD, Company number 10430661**

**(the "Company")**

**10 March 2023 (the Circulation Date)**

It was noted that resolution 1 be passed as an ordinary resolution and resolution 2 be passed as a special resolution (together, the **Resolutions**).

### ORDINARY RESOLUTION

1. **THAT**, in accordance with the Company's articles of association, Patrick Joseph O'Reilly (who has consented to act) is appointed as a director of the Company with immediate effect.

### SPECIAL RESOLUTION

2. **THAT**, the articles of association of the Company be amended by deleting article 11(2) and replacing it with the following new article 11(2):

"The quorum for directors' meetings may be fixed from time to time by a decision of the directors, but it must never be less than two, and unless otherwise fixed it is two, except where the company has one director in office where the quorum shall be one irrespective of whether a company has had two or more in the past".

### AGREEMENT

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

The undersigned, being the member entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

Signed by **Marco Polo Network Operations (Ireland) Limited** acting by **Ken Fennell** and **Andrew O'Leary** as Joint Provisional Liquidators:

Ken Fennell, Joint Liquidator

Andrew O'Leary, Joint Liquidator

## NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

**By Hand:** delivering the signed copy to Roger Elford at Charles Russell Speechlys LLP, 5 Fleet Place, London EC4M 7RD

**Post:** returning the signed copy by post to Roger Elford at Charles Russell Speechlys LLP, 5 Fleet Place, London EC4M 7RD

**E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to Roger.Elford@crsblaw.com.

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, within 28 days of 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.