

Company No. 10885974
THE COMPANIES ACT 2006
A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS
- of -
UP! THE OD CONSULTANCY
LIMITED

10th February 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

- resolution 1 below is passed as an ordinary resolution; and
- resolution 2 below is passed as a special resolution (together the "Resolutions").

RESOLUTION 1:

That for the purposes of section 636 of the Companies Act 2006:

- 50 Ordinary Shares of £1 each in the capital of the Company be and are hereby re-classified as 50 Ordinary A Shares of £1 each in the capital of the Company; and
- 50 Ordinary Shares of £1 each in the capital of the Company be and are hereby re-classified as 50 Ordinary B Shares of £1 each in the capital of the Company.

RESOLUTION 2:

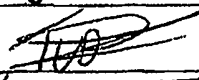
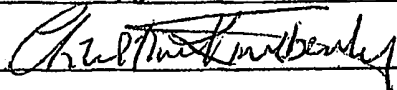
That the new Articles of Association in the form attached to this resolution be approved and adopted as the Articles of Association of the Company in substitution for and to the entire exclusion of the existing Articles of Association with new "A" and "B" shares added as new classes of shares respectively.

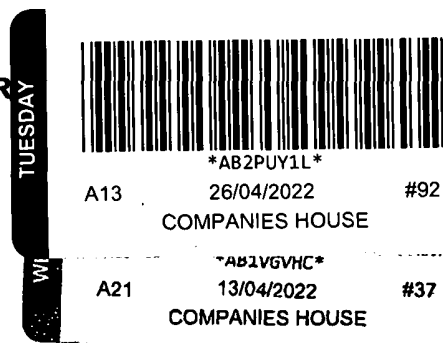
AGREEMENT

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

We, being eligible members of the Company (as defined in section 289 of the Companies Act 2006), entitled to vote in respect of these written resolution, agree that those Resolutions be so passed.

Dated this 10th day of February 2022

Name	No of Shares held	Signature
Tim Harrison	50 Ordinary £1	
Christina Kimberley	50 Ordinary £1	



NOTES

IMPORTANT:

To signify your agreement to all of the Resolutions, you must sign this document where indicated above.

Please return the signed document to the Company using one of the following methods:

- deliver it by hand or send it by post to The Directors, 10 Littlemoor Field, Chinnor, Oxfordshire, England, OX39 4FS; or
- send an email, with "Written Resolution" in the subject line and send it to tim@theupcompany.com or christina@theupcompany.com

You may not return the Resolutions to the Company by any other method.

Unless, by 10th March 2022, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date.

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.

Note: Once given, your agreement may not be revoked.