

FAACE LIMITED
("the Company")

COMPANY NUMBER: 11782441

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

Passed: 17 December 2020

The following written resolutions of the Company were passed on the above date in accordance with Chapter 2 of Part 13 of the Companies Act 2006:

Ordinary Resolutions

1. **THAT** the Company's existing 100 issued ordinary shares of £1.00 each be subdivided into 100,000 ordinary shares of £0.001 each.
2. **THAT** in accordance with section 551 of the Act, the Director be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £66.084 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is five years from the date this resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Director may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Director and in accordance with section 551 of the Act.

Special Resolutions

3. **THAT** the Director be and is hereby empowered under Section 570 of the Companies Act 2006 to allot equity securities (as defined in Section 560 of the said Act) for cash pursuant to the authority conferred by resolution 2 as if sub-section (1) of Section 561 of the said Act did not apply to any such allotment

PROVIDED THAT this power shall be limited to the allotment of equity securities up to an aggregate nominal value of £66.084 and shall expire on the date five years after the passing of this resolution,

SAVE THAT the company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the board may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

4. **THAT** the articles of association contained in the printed document attached to this Resolution be and are hereby approved and adopted as the articles of association of the Company in replacement of the existing articles of association of the Company.

Jasmine Wicks-Stephens

Jasmine Wicks-Stephens - Director



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