

COMPANY NUMBER: 13374322

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

PGI ADVISORY LTD

("the Company")



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ('2006 Act'), the directors of the Company proposes that the following resolutions are passed as follows:

#### ORDINARY RESOLUTION

- 1 That any breach of duty by Paul David Gibson and Maxine Gibson in respect of their duties to avoid conflicts of interest, by virtue of them being directors and shareholders of the Company be ratified and that each of Paul David Gibson and Maxine Gibson be authorised to act as the directors at the meeting of the directors to be held on December 2022 notwithstanding any direct or indirect conflict of interest which may arise by virtue of the aforementioned.

#### SPECIAL RESOLUTIONS

- 2 THAT 60 Ordinary shares of £1.00 each in issue, of the total 100 Ordinary shares of £1.00 each forming the entire share capital of the Company immediately prior to the passing of this resolution be and are hereby converted into 20 A Ordinary Shares of £1.00 each and 40 B Ordinary Shares of £1.00 each.
- 3 THAT the draft articles of association produced to the meeting be immediately adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

#### AGREEMENT

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

The undersigned, being the members of the Company entitled to vote on the above resolutions on December 2022, hereby irrevocably agree to the resolutions.

  
PAUL GIBSON

24/12/22  
Date

## NOTES

- 1 If you agree to 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.
  - 1) **By Hand** delivering the signed copy to Paul Gibson.
  - 2) **Post** returning the signed copy by post to 163 Valley Road, Rickmansworth, Hertfordshire, WD3 4BR.
- 2 Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
- 3 Unless, by 28 days from the Circulation date, 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 during this date.
- 4 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.
- 5 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.