

**THE COMPANIES ACT 2006
AND
THE INSOLVENCY ACT 1986**

Company number: SC181662

Registered in Scotland

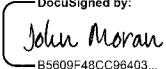
COMPANY LIMITED BY SHARES

**RESOLUTIONS
of
FIRST BANKING SYSTEMS LIMITED ("THE COMPANY")
Passed on 15 June 2023**

(Pursuant to sections 283 of the Companies Act 2006 and 84(1) of the Insolvency Act 1986)

At a General Meeting of the Company, duly convened, and held at 4:15pm on 15 June 2023 at Quartermile One, 15 Lauriston Place, Edinburgh, EH3 9EP, the following resolutions were duly passed; numbers 1 and 3 as special resolutions and numbers 2 and 4 – 8 as ordinary resolutions:-

1. That the Company be wound up voluntarily.
2. That Sarah Cook, licensed insolvency practitioner and Miles Needham, licensed insolvency practitioner, both of FRP Advisory Trading Limited, 4 Beaconsfield Road, St Albans , Hertfordshire, AL1 3RD, be and are hereby appointed Joint Liquidators for the purpose of the voluntary winding up.
3. That the Joint Liquidators be and are hereby authorised to distribute, amongst the shareholders, in specie all or any part of the assets of the Company.
4. That anything required or authorised to be done by the Joint Liquidators be and are hereby authorised to be done by both or either of them.
5. That until such a time as they are delivered to the Joint Liquidators, or the Joint Liquidators are released, the books and records of the Company are held by the director to the order of the Joint Liquidators.
6. That the Company's books and records be and are hereby authorised to be destroyed twelve months after the dissolution of the Company.
7. That the Joint Liquidators' remuneration for dealing with matters arising prior to and during the liquidation will be charged on a fixed fee basis of £2,500 plus disbursements and VAT.
8. That mileage can be recharged at the HMRC approved mileage rate prevailing at the time the mileage was incurred.

Signed: 
John Moran
Director

Dated: 15 June 2023