

CARING HEARTS FOSTERING LTD

Company number: 10681238

Registered office address: Suite 105 Stanmore Business Centre, Howard Road, Stanmore, England, HA7 1FW

WRITTEN SHAREHOLDERS' RESOLUTION

CIRCULATION DATE: 26 September 2022

SPECIAL RESOLUTION 1

1. THAT the Articles of Association of the Company be amended by deleting all the provisions formerly in the Company's Memorandum of Association which, by virtue of section 28 Companies Act 2006, are treated as provisions of the Company's Articles of Association.
2. THAT the Articles of Association produced to the meeting and initiated by the Chairman of the meeting for the purpose of identification be adopted as the new Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

SPECIAL RESOLUTION 2

Dis-application of Pre-emption Rights

THAT, subject to the passing of the Authority to Allot resolution above, and in accordance with section 570 of the Companies Act 2006, the directors of the Company be generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authority conferred by the Authority to Allot above and as if section 561(1) of the Companies Act 2006 and any pre-emption rights afforded to each shareholder on transfer including Company buyback did not apply to any such allotment and transfer, provided that this power shall:

1. be limited to the allotment of such number of equity securities that the entire share capital of the Company will not exceed the maximum nominal amount of £1 and
2. continue for five years from the passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), 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 Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

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ORDINARY RESOLUTION 1

Changing class of shares

1. THAT 47 of the ordinary Shares of £0.01 each in the capital of the Company held by Omar Kadir be converted into 1 **A** ordinary shares of £0.01 each.
2. THAT 1 of the ordinary Shares of £0.01 each in the capital of the Company held by Omar Kadir be converted into 1 **B** ordinary shares of £0.01 each
3. THAT 1 of the ordinary Shares of £0.01 each in the capital of the Company held by Omar Kadir be converted into 1 **C** ordinary shares of £0.01 each
4. THAT 1 of the ordinary Shares of £0.01 each in the capital of the Company held by Omar Kadir be converted into 1 **D** ordinary shares of £0.01 each
5. THAT 46 of the ordinary Shares of £0.01 each in the capital of the Company held by Munir Mobin be converted into 1 **E** ordinary shares of £0.01 each
6. THAT 1 of the ordinary Shares of £0.01 each in the capital of the Company held by Munir Mobin be converted into 1 **F** ordinary shares of £0.01 each
7. THAT 1 of the ordinary Shares of £0.01 each in the capital of the Company held by Munir Mobin be converted into 1 **G** ordinary shares of £0.01 each
8. THAT 1 of the ordinary Shares of £0.01 each in the capital of the Company held by Munir Mobin be converted into 1 **H** ordinary shares of £0.01 each
9. THAT 1 of the ordinary Shares of £0.01 each in the capital of the Company held by Munir Mobin be converted into 1 **I** ordinary shares of £0.01 each



AGREEMENT

We, being eligible members of the Company (as defined in section 289 of the Companies Act 2006) and entitled to vote on these Resolutions, agree that these Resolutions be so passed and agree that they shall be as valid and effective as if they had been passed at a general meeting of the Company duly convened and held.

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Name	Signature	Date
Omar Kadir	 _____	26 September 2022
Munir Mobin	 _____	26 September 2022