

Company No. 01115971

**COMPANIES ACT 2006
COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS
OF
DELGATE LIMITED**

SATURDAY



A14 *AC2G8F5F* #111
29/04/2023
COMPANIES HOUSE

The following written resolutions numbered 1 to 6 were agreed and passed by the member on the 30 March 2023 as special and ordinary resolutions as specified below:

SPECIAL RESOLUTIONS

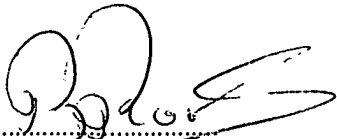
1. **That** the 100 Ordinary Shares of £1 each in the capital of the company in issue as at the date of this resolution being circulated shall be sub-divided into 200 Ordinary Shares of £0.50 each.
2. **That** the Company shall have five classes of Ordinary Shares, namely 'Ordinary', 'A', 'B', 'C' and 'D' Shares of £0.50 each, with such shares having the rights and restrictions as included in the Articles of Association which are to be hereinafter adopted.
3. **That** the shares of the company shall be issued either as 'Ordinary', 'A', 'B', 'C' or 'D' Shares of £0.50 each and that the company shall not have in issue at any time more than the following numbers of shares in total:

100,000 'Ordinary' Shares of £0.50 each;
100,000 'A' Shares of £0.50 each;
100,000 'B' Shares of £0.50 each;
100,000 'C' Shares of £0.50 each; and
100,000 'D' Shares of £0.50
4. **That** the Company's Objects clause in its Memorandum of Association which, by virtue of section 28 of the Companies Act 2006, would otherwise be treated as provisions of the Articles of Association be hereby deleted.
5. **That** subject to the passing of Resolutions 1 to 4 above, the Articles of Association appended to this Resolution and marked "A" for the purposes of identification be adopted with immediate effect as the Company's Articles of Association in substitution for and to the exclusion of the existing Articles of Association of the Company.

ORDINARY RESOLUTION

6. **That** the Director be and is hereby generally and unconditionally authorised under section 551 of the Companies Act 2006 to exercise all powers of the Company to allot shares or to grant rights to subscribe for or to convert any security into shares in the Company provided that:-
 - (a) the aggregate of the nominal amount of such shares or the nominal amount of the shares in respect of which such securities confer the right to subscribe or convert, shall not exceed £5,000; and

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- (b) this authority 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 shares to be allotted or rights to subscribe for or convert securities into shares to be granted after such expiry and the Director may allot shares or grant rights to subscribe for or convert securities into shares in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

A handwritten signature in black ink, appearing to read 'Brian Rook', written over a horizontal dotted line.

Brian Rook - Director