

## PRIVATE COMPANY LIMITED BY SHARES

## WRITTEN RESOLUTIONS

of

100 PERCENT IT LIMITED (the "Company")

Circulation date: 31 July 2017

The following Written Resolutions of the members of the Company were duly proposed and passed on 31 July 2017, which shall have effect as Ordinary and Special Resolutions having been passed by the required majority of eligible members and which shall be as valid and effective for all purposes as if the same had been duly passed at a General Meeting of the Company duly convened and held:-

## ORDINARY RESOLUTIONS

1. THAT the 10,000 ordinary shares of £1.00 each in the capital of the company be subdivided into 1,000,000 ordinary shares of £0.01 each
2. THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the directors of the Company be generally and unconditionally authorised to allot or grant rights to subscribe for 176,470 ordinary shares of £0.01 each provided that this authority shall, unless renewed, varied or revoked by the Company, expire at a date no longer than five years from the date on which 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 Directors 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 Directors in accordance with section 551 of the CA 2006 but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

## SPECIAL RESOLUTIONS

3. THAT Clauses 3 and 5, of the Company's Memorandum of Association be deleted with Clause 4 being re-numbered
4. THAT, subject to the passing of resolution 2 the provisions of clause 5(b) of the articles of association shall not apply to any such allotment(s) and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if section 561(1) of the CA 2006 did not apply to any such allotment(s).



Chairman

SATURDAY



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26/08/2017

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COMPANIES HOUSE