

Company number 04801615

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

Fiscaltec Group Limited (**Company**)

Date: 22nd November 2019 (**Circulation Date**)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special and ordinary resolutions (**Resolutions**).

RESOLUTIONS

SPECIAL RESOLUTION

1. THAT pursuant to Section 21 of the Act, the articles of association of the Company accompanying this resolution be adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company (**New Articles**).

ORDINARY RESOLUTIONS

2. THAT, the Company shall create a new class of shares known as A Ordinary Shares with the prescribed particulars as set out in the New Articles.
3. THAT in accordance with section 551 of the Companies Act, the directors of the Company be and are hereby generally and unconditionally authorised to allot 76,566 A Ordinary shares of £0.05 each in the capital of the Company up to an aggregate maximum nominal amount of £3,828.30 having the rights and subject to the restrictions set out in the New Articles. Unless renewed, varied or revoked by the Company, this authority shall expire 5 years from the date of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares in the Company to be allotted after such expiry and the directors may allot shares in the Company in pursuance of such offer or agreement as if such authority had not expired.

AGREEMENT

TUESDAY



A8JINUNK

A09

03/12/2019

#167

COMPANIES HOUSE

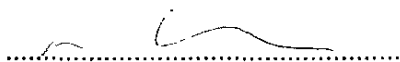
Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

Name:

Lesley Gorkhiths

Signed:



Date:

12 November 2019

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version by hand.

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

3. Unless, by 14 days following 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 on this date.