

FIRST CORPORATE  
UNIT 12, GREENWAY FARM  
BATH ROAD  
WICK  
BRISTOL, BS30 5RI

**THE COMPANIES ACT 2006**

**ORDINARY & SPECIAL RESOLUTION**  
**OF**

**ROGER JAMES LIMITED ("The Company")**

Company Number:- 4879695

At a General Meeting of the Company held at 42 GLEBE STREET,  
LOUGHBOROUGH LE11 1JR

on the 22 day of MARCH 2021.

the following resolutions were passed as Ordinary Resolutions

**ORDINARY RESOLUTIONS:**

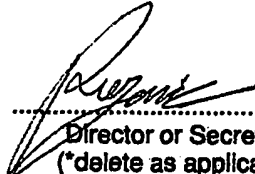
- A. (i) **THAT** under the terms of the Companies Act 2006 and on the adoption of the new Articles of Association of the Company (as per the below) the authorised share capital of the Company be dispensed with, and limits applied to the Directors' authority as set out in the new Articles attached.
- (ii) **THAT** the 2 issued shares as held by ROGER JAMES shall remain unchanged. The new Articles will allow for a share capital that is comprised of Ordinary Shares of £1 each and "B" Ordinary Shares of £1 each
- B. **THAT** the Directors be unconditionally authorised pursuant to S.551 of the Companies Act 2006 to allot shares in the share capital up to the amount stated in the new Articles (to be adopted as below) at any time or times during the period of five years from the date hereof.

the following resolution was passed as a Special Resolution

**SPECIAL RESOLUTION:**

1. **THAT** the company update its Articles of Association in line with the Companies Act 2006 and that the regulations set forth in the printed document produced to this meeting be approved and adopted as the Articles of Association of the Company, in substitution for, and to the exclusion of, all existing Memorandum and Articles thereof.
2. **THAT** any rights of pre-emption in the Articles of Association be disapplied for this transaction

Dated this 22 day of MARCH 2021.

  
.....  
Director or Secretary  
(\*delete as applicable)

