

Ordinary Resolution authorising Directors to allot Shares in accordance with Section 551 of the Companies Act 2006

Company Number: 05120043

Company Name: Begbies Traynor Group plc ("the Company")

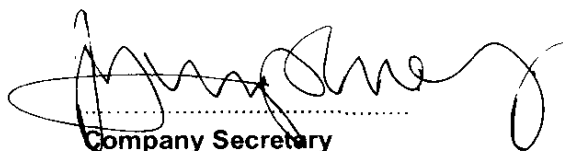
At the ANNUAL GENERAL MEETING of the Company convened and held at 340 Deansgate, Manchester M3 4LY on 19 September 2023 the following ordinary resolution was duly passed:

8. That, pursuant to section 551 of the Companies Act 2006 ('the Act'), the directors be and are generally and unconditionally authorised to exercise all the powers of the Company to allot Relevant Securities:
- a) comprising equity securities (as defined in section 560(1) of the Act) up to an aggregate nominal amount of £5,176,472 (such amount to be reduced by the aggregate nominal amount of Relevant Securities allotted pursuant to paragraph 8(b) of this resolution) in connection with a rights issue to holders of ordinary shares of 5 pence each in the capital of the Company ('Ordinary Shares') in proportion (as nearly as practicable) to the respective numbers of Ordinary Shares held by them but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates or any legal or practical problems under the laws of any territory or the requirements of any regulatory body or stock exchange; and
 - b) otherwise than pursuant to paragraph 8(a) of this resolution, up to an aggregate nominal amount of £2,588,236,

provided that (unless previously revoked, varied or renewed) these authorities shall expire at the conclusion of the next annual general meeting of the Company after the passing of this resolution or on 19 December 2024 (whichever is the earlier), save that, in each case, the Company may make an offer or agreement before the authority expires which would or might require Relevant Securities to be allotted after the authority expires and the directors may allot Relevant Securities pursuant to any such offer or agreement as if the authority had not expired.

In this resolution, '**Relevant Securities**' means Ordinary Shares in the Company or rights to subscribe for, or to convert any security into, Ordinary Shares in the Company; a reference to the allotment of Relevant Securities includes the grant of such a right; and a reference to the nominal amount of a Relevant Security which is a right to subscribe for, or to convert any security into, Ordinary Shares in the Company is to the nominal amount of the Ordinary Shares which may be allotted pursuant to that right.

These authorities are in substitution for all existing authorities under section 551 of the Act (which, to the extent unused at the date of this resolution, are revoked with immediate effect).


Company Secretary

