

Company Number 05404150

WRITTEN RESOLUTION OF THE MEMBER(S)

of

Premier Audit Company Limited

Circulation Date: 1 February 2022

Pursuant to s.291 of the Companies Act, 2006 and in accordance with the Articles of Association of the Company, the directors of the Company recommend to the member(s) that the following resolution is passed as a special resolution of the Company (the "Resolution").

SPECIAL RESOLUTION

IT IS RESOLVED that the articles of association attached to this resolution be and are hereby adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles.



.....
Signed by Lucy Burnside
For and on behalf of NatWest Group Secretarial Services Limited
as Secretary of RBS Invoice Finance Limited

Dated: 1 February 2022

Notes to the member(s) ¹

(i) A member will be deemed to signify their agreement to a proposed resolution when the company receives from him (or from someone acting on his behalf) an authenticated document:

(a) identifying the resolution to which it relates, and

(b) indicating his agreement to the resolution.

(2) The document must be sent to the company in hard copy form or in electronic form.

(3) A member's agreement to a written resolution, once signified, may not be revoked.

(4) A written resolution is passed when the required majority of eligible members have signified their agreement to it.

(5) The proposed written resolution if not passed will lapse on **1 March 2022²**

¹ The notes to the members must be attached to the written resolution circulated or communicated to the member on by cover letter or email on circulation in order for the resolution to be validly executed in accordance with the Company's act.

² The lapse date inserted should be by reference to a period specified in the Company's articles or if not specified in the Company's articles 28 days from the date on which the resolution is circulated.