

Company Number: 06221401

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

**QUAD ARCHITECTS LIMITED
(Company)**

passed on 3 March 2021

Pursuant to Chapter 2 of part 13 of the Companies Act 2006 (**CA 2006**), the following ordinary and special resolutions were passed as a Written Resolutions of the Company.

ORDINARY RESOLUTIONS

1. CONFLICTS OF INTEREST

"THAT, the provisions of article 14(1) of the Company's articles of association ("Articles") which prevent a Director who is interested in an actual or proposed transaction or arrangement with the Company from being counted as participating in the decision-making process for quorum and voting purposes be disappplied as permitted under article 14(3)(a) of the Articles for the purpose of meetings of Directors.";

2. SHARE PURCHASE

2.1 *"THAT in accordance with Sec.190 (1) and (2) of the CA 2006 the purchase of shares by that Company, a company in which Martin George Cummins is interested by virtue of being a shareholder of one Ordinary-A share of £1.00, be and is hereby approved."*

2.2 *"THAT the contract proposed to be made between the Company and Martin George Cummins, for the purchase by the Company of one Ordinary-A share of £1.00 fully paid in the capital of the Company, upon the terms of the draft attached hereto and initialled by the Chairperson for the purposes of Identification, be and is hereby approved."*

SPECIAL RESOLUTION

3. PAYMENT

"THAT the payment of £62,285.00 out of the profits of the Company are to be paid to Martin George Cummins in respect of the buyback of one Ordinary-A share of £1.00, be and is hereby approved."



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Director
QUAD ARCHITECTS LIMITED