

THE COMPANIES ACT 2006

WRITTEN RESOLUTION

OF

ROSS & ASSOCIATES LIMITED ("the Company")

Company Number – 8397288

Dated this 24th day of November 2021

We, the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held:-

THAT:-

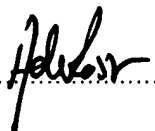
That the Company hereby approve a share for share exchange and that issued shares, held by ANNA ROSS (85 shares) and ADAM ROSS (15 shares) in the issued share capital of the Company be transferred to ROSSROCK HOLDINGS LTD in exchange for the allotment of 100 new shares in ROSSROCK HOLDINGS LTD to rank pari passu with their existing shareholdings. Any Pre-emption rights existing in the Articles of Association shall be disapplied for this transaction.

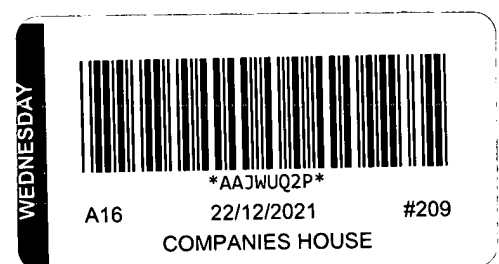
The shareholders shall be required to transfer their shareholding by the execution of a stock transfer form in favour of ROSSROCK HOLDINGS LTD and in return, shares in ROSSROCK HOLDINGS LTD shall be allotted as follows:-

1. ANNA ROSS RECEIVES 85 NEW ALLOTTED SHARES IN ROSSROCK HOLDINGS LTD IN EXCHANGE FOR HER 85 SHARES BEING TRANSFERRED TO ROSSROCK HOLDINGS LTD

2. ADAM ROSS RECEIVES 15 NEW ALLOTTED SHARES IN ROSSROCK HOLDINGS LTD IN EXCHANGE FOR HIS 15 SHARES BEING TRANSFERRED TO ROSSROCK HOLDINGS LTD

Signature  Name ANNA ROSS

Signature  Name ADAM ROSS



NOTES TO THE MEMBERS

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above, and return the signed version either by hand or post to the Company Secretary/Director.

You may not return the Resolution to the Company by any other method.

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

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

3. Unless, by 28th November 2021, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.