

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES

RESOLUTIONS
of
CIRCLE SQUARED INFORMATICS LIMITED

Passed on 14 of October 2019

The following resolutions were duly passed as an ordinary and special resolutions on of October 2019 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTION

- (a) **THAT**, in accordance with section 551 of the 2006 Act, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £663 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31st of December 2019 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the 2006 Act.

SPECIAL RESOLUTION

- (b) **THAT**, subject to the passing of the resolution (a) and in accordance with section 570 of the 2006 Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) pursuant to the authority conferred by resolution (a), as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall:

- (A) Be limited to the allotment of equity securities up to an aggregate nominal amount of £663; and
- (B) Expire on the 31st of December 2019 (unless renewed, varied or revoked by the Company prior to or on that date) save that the

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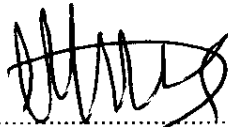
Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

(c) **THAT** the articles of association of the Company be amended by:

- (i) Including a definition of BGV Shares in clause 1.1;
- (ii) Including BGV Shares in the provisions of clause 6.2; and
- (iii) the addition of the following new article as clause 15:

“The purpose of the Company is to bridge the gap between consumers and business in the areas of CSR and sustainability and provide high quality information to both sectors.”

with such amended articles being in the form appended to these Resolutions.



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Chairman