

THE COMPANIES ACT, 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

OF

ROSY APPLE CHILDCARE LIMITED ("The Company")
(Company Number 04803428)

Circulation Date: 06 January 2021 (the "Circulation Date")

Pursuant to Chapter 2 and Part 13 of the Companies Act, 2006 (CA 2006), the directors of the Company propose the resolutions 1 is passed as an ordinary resolutions and that the resolutions 2 is passed as a special resolutions (together, the "**Resolutions**").

ORDINARY RESOLUTIONS

1. ALLOTMENT OF SHARES

- 1.1 THAT, in accordance with section 551 of the CA 2006, the directors of the Company (Directors) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into 1 A Ordinary Shares of £1.00 each and 1 B ordinary shares of £1.00 each (the "**Rights**"), each having the respective rights and being subject to respective restrictions set out in the article of association of the Company. This authority shall, unless renewed, varied or revoked, by the Company, expires 5 years from the date of this Resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights to be granted and the Director may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.
- 1.2 This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities

SPECIAL RESOLUTIONS

2. ADOPTION OF NEW ARTICLES OF ASSOCIATION

THAT the draft articles of association attached to this resolution be adopted as the articles of association of the company in substitution for and to the exclusion of company's existing memorandum and articles of association.

AGREEMENT

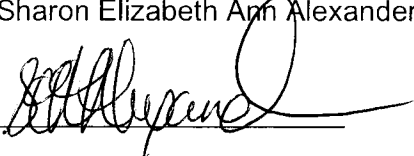
Please read the notes at the end of this document before signifying your agreement to the resolutions.

The undersigned, being all the persons entitled to vote on the Resolutions on the circulation date hereby irrevocably agree to the Resolutions

Signature:

A Director for and on behalf of
ROSY APPLE CHILDCARE LIMITED

Mrs Sharon Elizabeth Ann Alexander



Date: 06 January 2021

Paul Russell Alexander



Date: 06 January 2021

Notes.

1. You may agree to all the Resolutions or none of them but you cannot agree to only one of the Resolutions. If you agree with the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the company using one of the following delivery methods:
 - 1.1 By hand or by post: delivering the signed copy to ROSY APPLE CHILDCARE LIMITED, 2 Heap Bridge Bury Lancashire.
 - 1.2 Email: by attaching a scanned copy of the signed document to an email and sending it to sharon@rosyapplechildcare.com
2. If you do not agree to the Resolutions, you do not need to do anything; you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the resolutions, you may not revoke your agreement
4. Unless, by 23:59 on or before the date falling 28 days after the Circulation Date, sufficient agreement has not been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.