



Action by written consent
Of the director(s)

Sample Company, Inc.
January 1, 2026

The duly authorized and acting director(s) of Sample Company, Inc. (the “Company”), a Colorado corporation, do hereby waive all call and notice requirements and consent to, authorize, approve, ratify, and confirm the following actions taken in accordance with the Bylaws of the Company, which actions shall have the same force and effect as if such actions had been duly adopted at a meeting of the directors duly called for such purpose.

Approval of Sample Company, Inc. 401(k) Plan Administrative Committee Charter.

WHEREAS, the Company’s By-laws authorize the director(s) to carry out the business of the Company, including the designation of committees; and

WHEREAS, such committees shall have such powers as may be determined by resolution of the board of director(s), and

WHEREAS, such committees shall be comprised of individuals as determined by the director(s) of the Company,

NOW, THEREFORE, upon motion duly made and seconded, and approved unanimously, the director(s) adopt the following resolutions:

RESOLVED, that subject to the requirements set forth in the By-Laws of the Company, and as provided for by the Employee Retirement Income Security Act of 1974, as amended (“ERISA”), the **Sample Company, Inc. 401(k) Plan Administrative Committee** be and hereby is established, and



FURTHER RESOLVED, the duties and responsibilities of the **Sample Company, Inc. 401(k) Plan Administrative Committee** shall be governed by and the Company hereby adopts the **Sample Company, Inc. 401(k) Plan Administrative Committee Charter**, and

FURTHER RESOLVED, that the Officer(s) of the Company shall be and hereby are authorized to take any action consistent with the forgoing resolution, and

FURTHER RESOLVED, that the Secretary of the Company is directed to insert a copy of those same minutes in the Company's minute book.

A copy of this Written Consent shall be delivered to the Company, at its principal place of business, in care of the Company's Secretary, for inclusion in the books and records of the Company.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the date first written above.

John Smith, Director