

Company Number: 01980596

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE SOLE MEMBER
of
PORTRAIT SOFTWARE INTERNATIONAL LIMITED
(the "Company")

Pursuant to chapter 2 of part 13 of Companies Act 2006 (the "**Act**"), the following resolution (the "**Resolution**") is proposed by the directors as an ordinary resolution and is first circulated to the sole member of the Company on 5 December 2022 (the "**Circulation Date**").

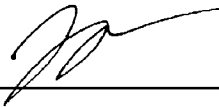
ORDINARY RESOLUTION

1. **THAT** the sole director is generally and unconditionally authorised for the purposes of s551 of the Act to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company up to an aggregate nominal amount of £3,375,897, provided that (unless previously revoked, varied or renewed by the Company) this authority will expire on the date being five years from the passing of this Resolution, save that the sole director may, before this authority expires, make offers or agreements which would or might require shares in the Company to be allotted, or rights to subscribe for or convert securities into shares to be granted, after its expiry and the sole director may allot shares or grant rights to subscribe for or convert securities into shares pursuant to such offers or agreements as if this authority had not expired.

AGREEMENT OF THE SOLE MEMBER

The undersigned, being the sole member of the Company entitled to vote on the Resolution on the Circulation Date, irrevocably agree to the Resolution:

SIGNED for and on behalf of **Portrait**)
Software Limited)
)



Joseph David Rogers (Director)

Date: 5 December 2022

NOTES

1. If you agree to the Resolution, please signify your agreement by signing and dating this document where indicated above alongside your name or the name of the person on whose behalf you are authorised to act and return the signed document using one of the following methods:
 - (a) signing and returning the Resolution to the Company in accordance with instructions received via DocuSign or any other electronic signing platform; or
 - (b) by sending a scanned copy of the signed document by email to Alex Mitrea (amitrea@cooley.com).
2. The signed copy of this document should be returned to the Company using one of the above methods as soon as possible and, in any event, so as to be received by the Company by not later than 28 days from the Circulation Date.
3. If the Resolution has not been passed within 28 days from the Circulation Date, it will lapse.
4. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
5. If you do not agree to the Resolution, you need not take any action; you will not be deemed to agree to the Resolution if you do not reply.
6. 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 or authority when returning this document.