

6.1.4

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Company Name: **OMNIPOINT NORWICH LIMITED**  
(the "Company")

Company Number: **05040365**

**WRITTEN RESOLUTIONS**  
proposed pursuant to Chapter 2 of Part 13 of the Companies  
Act 2006


Circulation Date: 20 February 2024

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions set out on **PAGE 2** of this document be passed as special resolutions within the meaning of section 283 of the Companies Act 2006.

**Please read the important notes contained on PAGE 3 of this document before signifying your agreement to the special resolutions.**

Dated: 20 February 2024

DocuSigned by:  
  
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By Order of the Board

Registered Office: Norwich Airport  
Amsterdam Way  
Norwich  
NR6 6JA

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COMPANIES HOUSE

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**SPECIAL RESOLUTIONS**

- 1 **THAT**, in accordance with section 551 of the Companies Act 2006, the directors of the company (the "**Directors**") be generally and unconditionally authorised to allot 1,367,222,459,000 Ordinary Shares of £0.00001 each in the capital of the Company, up to an aggregate nominal amount of £13,672,224.59, provided that this authority shall, unless renewed, varied or revoked by the Company expire on 31 December 2024 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before expiry, make an offer or agreement which would or might require Ordinary Shares of £0.00001 each in the capital of the Company to be allotted and the Directors may allot Ordinary Shares of £0.00001 each in the capital of the Company 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.
- 2 **THAT**, in accordance with section 570 of the Companies Act 2006, the Directors be generally empowered to allot up to 1,367,222,459,000 Ordinary Shares of £0.00001 each in the capital of the Company pursuant to the authority conferred by resolution 1, as if section 561(1) of the Companies Act 2006 did not apply to any such allotment, provided that this power shall expire on 31 December 2024 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require Ordinary Shares of £0.00001 each in the capital of the Company to be allotted after such expiry and the Directors may allot Ordinary Shares of £0.00001 each in the capital of the Company in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

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**IMPORTANT NOTES**


- 1 If you agree with the special resolutions contained on **PAGE 2** of this document, please indicate your agreement by signing and dating this document where indicated below on **PAGE 4** and returning it to the Company using one of the following methods:
  - (a) **By hand:** delivering the signed copy to Vic Sewak at Gowling WLG (UK) LLP, Two Snowhill, Birmingham, B4 6WR.
  - (b) **By post:** returning the signed copy by post to Vic Sewak at Gowling WLG (UK) LLP, Two Snowhill, Birmingham, B4 6WR.
  - (c) **By e-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to: vic.sewak@uk.gowlingwlg.com. Please enter "**Written Resolutions – share allotment**" in the e-mail subject box.
  - (d) **By Adobe Sign or DocuSign:** via the link received to signify your agreement in this way or by returning this document through the electronic platform of Adobe Sign or DocuSign (as applicable). This would usually be automatic following you completing the electronic signing process.
- 2 If you do not agree to the special 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 special resolutions, you may not revoke your agreement.
- 4 Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the special resolutions to pass, they will lapse. If you agree to the special resolutions, please ensure that your agreement reaches us before or during this date.
- 5 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 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 of attorney or other authority when returning this document.

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**AGREEMENT**

*Please read the important notes on **PAGE 3** of this document before signifying your agreement to the special resolutions set out on **PAGE 2** of this document*

The undersigned, being the sole person entitled to vote on the special resolutions on 20 February 2024 hereby irrevocably agrees to the special resolutions contained on **PAGE 2** of this document.

Name	Date	Signature
Andrew Bell, Director for and on behalf of <b>Omniport Limited</b>	20 February 2024	<div>DocuSigned by:  16D8A29E0EC8491...</div>