

**FactEntry (UK) Ltd**  
**(the “Company”)**

**Written Resolutions of the Members of the Company**

**Circulation date:** 20 March 2024

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the “**Act**”), the Directors propose that the following resolutions are passed (the “**Resolutions**”). Resolutions 1 to 2 are proposed as ordinary resolutions. Resolutions 3 to 4 are proposed as special resolutions.

**ORDINARY RESOLUTIONS**

- 1 That the Directors be generally and unconditionally authorised pursuant to and in accordance with Section 551 of the Act to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company up to a nominal amount of £15,000, such authority to apply in substitution for all previous authorities pursuant to Section 551 of the Act and to expire on 20 March 2029 but so that the Company may, before such expiry, make offers and enter into agreements which would, or might, require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after the authority given by this Resolution has expired.
- 2 That, subject to the passing of Resolution 4 below:
  - (a) 1,500 ordinary shares of £1.00 each in the share capital of the Company registered in the name of Ivan Gaborjel;
  - (b) 4,936 ordinary shares of £1.00 each in the share capital of the Company registered in the name of Sandeep Dhingra; and
  - (c) 851 ordinary shares of £1.00 each in the share capital of the Company registered in the name of Anthony McLaren,

be and are hereby re-designated as A ordinary shares of £1.00 each, each such A ordinary share of £1.00 having the same rights and being subject to the same restrictions as the A ordinary shares in the capital of the Company as set out in the Articles of Association to be adopted pursuant to Resolution 4 below.

**SPECIAL RESOLUTIONS**

- 3 That, subject to the passing of Resolution 1 above, the Directors be empowered to allot equity securities (as defined in Section 560(1) of the Act) wholly for cash pursuant to the authority given by Resolution 1 above as if Section 561(1) of the Act did not apply to any such allotment.
- 4 That the Articles of Association in the form attached to this Resolution be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association.

**AGREEMENT**

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

The undersigned, being persons entitled to vote on the Resolutions on 20 March 2024, hereby irrevocably agree to all of the Resolutions:

Signed by **Sandeep Dhingra**

Date 20 March 2024

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*Sandeep Dhingra*  
.....1BFB3E5CF8C34B7.....

Signed by **Ivan Gabrijel**

Date 20 March 2024

DocuSigned by:  
*Ivan Gabrijel*  
.....34DF2796ED0C456.....

Signed by **Anthony McLaren**

Date 20 March 2024

DocuSigned by:  
*Anthony McLaren*  
.....165B1B73131E4AF.....

**NOTES:**

- 1** 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 by e-mail by attaching a scanned copy of the signed document to an e-mail and sending it to sandeep.dhingra@factentry.com, with both dlprojectfresno@linklaters.com and andrew.stilton@keystonelaw.co.uk in copy. Please enter "Written resolution dated 20 March 2024 " in the e-mail subject box.
- 2** If you have received the Resolution by e-mail you may also indicate your agreement by replying to the original e-mail containing the Resolution. For your agreement to be valid you must state your name and that you irrevocably agree to the Resolution.
- 3** 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.
- 4** Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 5** Unless, by midnight on the date which is 28 days from and including the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before this time.