

Company number 07401600

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTIONS
of
LANGUAGENUT LIMITED (Company)**

Passed on 08 April 2022

The following resolutions were duly passed as ordinary and special resolutions by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

1. ORDINARY RESOLUTION – Authority to allot shares

The directors of the Company be generally and unconditionally authorised for the purposes of section 551 of the Act to allot, grant options over or otherwise deal with or dispose of the share capital of the Company to such persons, on such terms and in such manner as they think fit, provided that this authority is limited to the issue of 5,623,342 ordinary shares of £0.00001 each and 750,000 B Shares of £0.000001 each and shall, unless renewed, varied or revoked by the Company, expire on 31 August 2022 (save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement as if this authority had not expired).

This authority is in addition to all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the 2006 Act.

2. SPECIAL RESOLUTION – Disapplication of pre-emption rights

THAT, subject to the passing of the Ordinary Resolution, above, in accordance with section 570 of the CA 2006 and the articles of association to be adopted pursuant to the Special Resolution below, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by the Ordinary Resolution above, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this authority is limited to the issue of 5,623,342 ordinary shares of £0.00001 each and 750,000 B Shares of £0.000001 each and shall, unless renewed, varied or revoked by the Company, expire on 31 August 2022 (save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement as if this authority had not expired).

3. SPECIAL RESOLUTION – Adoption of Articles of association

THAT with effect from the passing of this resolution, 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, the Company's existing articles of association.

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Signed: Paul Fairbank
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Director
Paul Fairbank