

**Company No.: 07660938**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**of**

**SUSTAINABLE VENTURE DEVELOPMENT PARTNERS LTD**

**(THE "COMPANY")**

Passed on: 25 October 2023

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

**ORDINARY RESOLUTION**

**AUTHORITY TO ALLOT**

1. In accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot:
  - a. Vn and/or Va shares in the Company up to an aggregate nominal amount of £16.96559 (1,696,559 Vn and/or Va shares of £0.00001 nominal value each);
  - b. D shares in the Company up to an aggregate nominal amount of £0.05695 (5,695 D shares of £0.00001 nominal value each); and
  - c. Preferred shares in the Company up to an aggregate nominal amount of £27.33501 (2,733,501 Preferred shares of £0.00001 nominal value each).
2. **AND**, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the Circulation Date, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

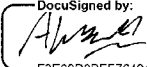
## SPECIAL RESOLUTIONS

### DIS-APPLICATION OF PRE-EMPTION RIGHTS – NEW SHARES

3. **THAT**, subject to the passing of resolution 1 and in accordance with article 12.4 of the Company's existing articles of association (the "**Existing Articles**"), the Directors be generally and unconditionally authorised to allot shares or grant Rights as if article 12.4 of the Existing Articles did not apply to such allotment, provided that this power shall be limited to the allotment of Vn and/or Va shares of up to an aggregate nominal amount of £16.96559 (1,696,559 Vn and/or Va shares of £0.00001 nominal value each), D shares of up to an aggregate nominal amount of £0.05695 (5,695 D shares of £0.00001 nominal value each) and Preferred shares of up to an aggregate nominal amount of £27.33501 (2,733,501 Preferred shares of £0.00001 nominal value each).

### AMENDMENT OF ARTICLES OF ASSOCIATION

4. **THAT**, the draft articles of association attached to these Resolutions at Schedule 1, be adopted with immediate effect as the articles of association of the Company, in substitution for, and to the exclusion of, the Existing Articles (the "**New Articles**").

Signed .....  
DocuSigned by:  
  
F3E69D0BFE7649A.....

**Director**

**Schedule 1**  
**New Articles**