

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**  
**of**  
**MAKERS ACADEMY LIMITED**  
**(the "Company")**

**(Company No: 08253870)**

**Passed on 23 November 2022**

The following resolutions were duly passed by way of written resolution as an ordinary and special resolution respectively, under Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"):

**ORDINARY RESOLUTION**

1. **THAT**, in substitution for all existing and unexercised authorities and powers, the directors of the Company be generally and unconditionally authorised under section 551 of the Act to exercise all or any of the powers of the Company to allot shares in the Company or to grant rights to subscribe for, or to convert any security into, shares in the Company (those shares and rights being together referred to as relevant securities) up to a total nominal value of £4.22059 to those persons at the times and generally on the terms and conditions as the directors may determine (subject always to the articles of association of the Company), provided that this authority shall, unless previously renewed, varied or revoked by the Company in general meeting, expire on the date which is sixty days after the date on which this resolution is passed save that the directors of the Company may, before the expiry of that period, make an offer or agreement which would or might require relevant securities to be allotted after the expiry of that period and the directors of the Company may allot relevant securities under that offer or agreement as if the authority conferred by this resolution had not expired.

**2. SPECIAL RESOLUTION**

**THAT** the articles of association of the Company attached to this written resolution be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

Signed..........