

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
ANTSTREAM LIMITED
(the “Company”)

(Company No: 08451828)

Passed on 29 March 2023

The following resolutions were duly passed by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006 (the “Act”):

ORDINARY RESOLUTIONS

1. REDESIGNATION OF SHARE CLASS

THAT each of the 378,800 series A shares of £0.0001 each in the capital of the Company (the “**Series A Shares**”) be and is hereby redesignated as 378,800 A ordinary shares of £0.0001 each in the capital of the Company having the same rights attached and being subject to the same restrictions for the A ordinary shares in the Company as set out in the articles of association of the Company adopted pursuant to resolution 3.

2. AUTHORITY TO ALLOT

THAT, the directors of the Company be generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all the powers of the Company to allot shares in the capital of the Company or to grant rights to subscribe for or to convert any security into shares in the Company in accordance with certain investment arrangements entered into around the date of this resolution up to a maximum aggregate nominal amount of £64.0018 provided that:

- 2.1 the shares to be allotted are A ordinary shares of £0.0001 each in the Company, of which 123,840 A ordinary shares are to be subscribed by the Founders (as defined in the articles of association of the Company), 278,638 A ordinary shares are to be subscribed by AL Shams Investment Limited; and 237,540 A ordinary shares are to be subscribed by Atari (by way of conversion of a convertible loan granted to the Company in accordance with a convertible loan agreement dated 19 November 2021)
- 2.2 The authority granted under this resolution shall expire five years after the passing of this resolution; and
- 2.3 the Company may, before such expiry under paragraph 2.1 above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in addition to all subsisting authorities to the extent unused.

SPECIAL RESOLUTIONS

3. **ADOPTION OF NEW ARTICLES OF ASSOCIATION**

THAT, subject to the passing of resolutions 1 and 2 above, the draft articles of association attached to this resolution (the "**New Articles**") 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.

4. **VARIATION OF RIGHTS ATTACHED TO SHARES**

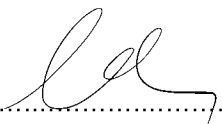
THAT the rights attaching to the Series A Shares (having been redesignated as A ordinary shares pursuant to resolution 1) be varied such that they have the same rights attached to the A ordinary shares of £0.0001 each in the capital of the Company as set out in the New Articles adopted pursuant to resolution 3.

5. **PRE-EMPTION**

That, subject to the passing of Resolution 2 above, all and any rights of pre-emption arising under the New Articles, the Act or otherwise, be and hereby are waived in respect of the issue and allotment of shares and other securities (within the meaning of section 560(1) of the Act) in the capital of the Company as set out in Resolution 2.

6. **WAIVER OF TRANSFER**

THAT, subject to the passing of Resolution 3, the provisions of article 12 of the New Articles relating to the transfer of shares be waived in respect of the transfer of up to 156,006 A ordinary shares of £0.0001 each in the capital of the Company by each of Steven Cottam, Ian Livingstone and Darren Melbourne to HP Access Fund III L.P. acting by its general partner HP Access Fund III GP Limited acting by its manager Hambro Perks Asset Management Limited.

Signed..........