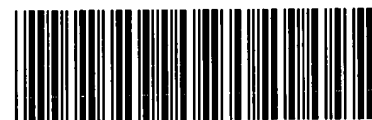


Company Number: 08624700

THE COMPANIES ACT 2006
PRIVATE COMPANY
LIMITED BY SHARES
PRINT WRITTEN RESOLUTIONS
OF

MONDAY



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A10

28/02/2022

#86

COMPANIES HOUSE

Dead Happy Limited (the "Company")

On 1 February 2022 the following resolutions were duly passed in accordance with Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTION

- 1 **THAT**, in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to allot 1,020,408 Series B Preferred Shares (with such rights and obligations as set out in the new articles of association of the Company referred to in resolution 2 below) up to an aggregate nominal amount of £102.0408 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or granted 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 or grant of rights already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTIONS

- 2 **THAT**, the new articles of association in the form attached hereto be adopted as the new articles of association of the Company, in substitution for, and to the entire exclusion of the existing articles of association of the Company.
- 3 **THAT**, in accordance with article 12.2 of the articles of association of the Company and subject to the passing of resolution 1 above in accordance with its terms, the directors be generally empowered to allot 1,020,408 Series B Preferred Shares pursuant to the authority conferred by resolution 1, as if the pre-emption rights provided under article 12 of the articles of association of the Company did not apply to any such allotment, provided that this power shall:
- (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £102.0408; and
 - (b) expire on the fifth anniversary of the date of passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

DocuSigned by:

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Director