

**COMPANY NUMBER 10017714**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

Of

**U-FLOOR TECHNOLOGIES LTD (“Company”)**

**01 DECEMBER 2022**

On 1 December 2022, the following Written Resolutions (resolution 1 to have effect as an ordinary resolution, and resolutions 2 and 3 to have effect as special resolutions) were duly passed by the Company in accordance with Chapter 2 of Part 13 of the Companies Act 2006:

**ORDINARY RESOLUTIONS**

1. **Authority to allot.** THAT subject to and conditional on the passing of the Resolution numbered 2, the Directors be generally and unconditionally authorised to exercise any power of the Company to offer, allot or grant rights to subscribe for, or convert securities into shares in the Company in accordance with section 551 of the Companies Act 2006 up to an aggregate nominal amount of £182.94 provided that this authority shall be limited to the allotment of 182,935 A ordinary shares in the capital of the Company of £0.001 each. Unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary of the date of the 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 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 RESOLUTION**

2. **New Articles.** THAT the draft articles of association attached to these Resolutions 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.
3. **Dis-application of pre-emption rights.** THAT, subject to and conditional on the passing of the Resolution numbered 2, the Directors be generally empowered to allot shares in the Company pursuant to the authority conferred by Resolution 1 above, as if article 21 (pre-emption rights in respect of new issue of shares) of the Company’s New Articles did not apply to any such allotment.

*Agnes Czako*

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Director