

THE COMPANIES ACT 2006

---

PRIVATE COMPANY LIMITED BY SHARES

---

RESOLUTION

of

**TOGGLE DATA SERVICES LIMITED**

(the "**Company**")

---

Passed on 22nd February 2022

---

The resolutions set out below were passed by way of a written resolution of the shareholders, in the case of resolution numbered 1 as an Ordinary Resolution and in the case of resolution numbered 2 as a Special Resolution, and notice of the same is being given pursuant to section 30 of the Companies Act 2006.

ORDINARY RESOLUTION

- 1 **THAT**, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company (**Directors**) be generally and unconditionally authorised to allot 259,000 C ordinary shares in the Company up to an aggregate nominal value of £25,900.00, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the third anniversary of the date of this Written 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.

SPECIAL RESOLUTION

- 2 **THAT**, subject to the passing of resolution 1 above, and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, free from all rights of pre-emption (whether under the articles of association of the Company or otherwise).



.....  
For and on behalf of  
Toggle Data Services Limited