

Written Resolutions of Shareholders

of

2-3 Degrees Ltd (the "Company")

(Company Number 10532121)

Written resolutions of the Company

Circulation Date: 20 December 2022

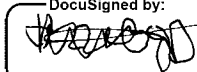
The directors of the Company propose that the following written resolutions be passed by the Company:

1. **THAT** the new articles of association, in the form provided with these written resolutions, (the "**New Articles**") be and are hereby approved and 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; and
2. **THAT** the creation of a new class of shares constituting the Preference Shares (as defined in the New Articles) (the "**Preference Shares**") be approved.

We, the undersigned, each being a member of the Company, hereby resolve and agree to the above resolutions.

Signed by

DocuSigned by:

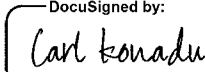


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Date: 20 December 2022

Signed by

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Date: 20 December 2022

Notes

1. If you agree to the resolutions, please indicate your agreement by signing and dating this document and returning it the Company's registered office for the attention of the directors, and by attaching a scanned copy of the signed document by email to azzees@2-3degrees.com and copying matt.gallagher@HSF.com
2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless within 28 days of the date of circulation of the resolution agreement is received sufficient to pass the relevant resolutions, it will lapse. If you agree to the resolutions, please ensure your agreement reaches us on or before this date.
4. By signing and returning this document you give your consent and approval, and hereby agree, to the matters set out in the resolution to the extent your consent or approval is required pursuant to any shareholders agreement, any contract or otherwise (including, without limitation, for the purposes of any class consent) in relation to such matters and, in addition, you consent to any amendments to such agreement or deed which is necessary to reflect the matters set out in the above resolutions.

Print of Shareholders' Written Resolution

The Companies Act 2006

Written Resolution

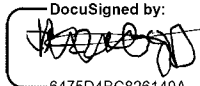
- of -

2-3 DEGREES Ltd (the "Company")

(Company Number 10532121)

Having been proposed by the directors of the Company, the following written resolution was duly passed by the Company's shareholder(s) as a special resolution on 20 December 2022:

1. **THAT** the new articles of association, in the form provided with these written resolutions, (the "**New Articles**") be and are hereby approved and 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; and
2. **THAT** the creation of a new class of shares constituting the Preference Shares (as defined in the New Articles) (the "**Preference Shares**") be approved.

DocuSigned by:


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DIRECTOR