

Execution version

**Company Number: 10581067**

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**PRINT OF WRITTEN RESOLUTIONS**  
**of**  
**STEELEYE LIMITED**  
**(the "Company")**

\_\_\_\_\_ 24 December \_ 2020

In accordance with the written resolution procedure in Chapter 2 of part 13 of the Companies Act 2006 (the "**Act**"), resolutions 1 and 2 below were passed as special resolutions and resolution 3 was passed as an ordinary resolution (the "**Resolutions**"):

**SPECIAL RESOLUTIONS**

1. **THAT**, the new articles of association in the form annexed to these written resolutions (the "**New Articles**") be approved and adopted as the articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association.
2. **THAT**, subject to passing Resolutions 1 and 3, the directors of the Company be generally and unconditionally authorised to allot equity securities (as defined in section 560 of the Act), pursuant to the authority conferred by Resolution 3, as if any and all pre-emption rights to which the shareholders of the Company may be entitled howsoever arising (including, but not limited to, the Company's articles of association from time to time or the Act) have been waived or otherwise do not apply to any such allotment, provided that this power shall be limited to the allotment of the respective class and number of shares set out in Resolution 3.

**ORDINARY RESOLUTIONS**

3. **THAT**, subject to passing Resolution 1, 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 Company, or grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £1,111.11 comprising 1,111,111 series A preferred shares of £0.001 each in the capital of the Company having the rights set out in the New Articles. This authority shall expire on the date five years after the passing of this resolution unless previously revoked, varied or extended save that the directors of the Company may, notwithstanding such expiry, allot any shares and/or grant any right to subscribe for, or to convert any security into, shares in pursuance of an offer or agreement to do so made by the Company before this authority expires.

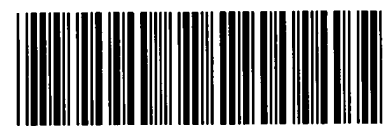
DocuSigned by:

*Matt Smith*

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**Director, for and on behalf of Steeleye Limited**

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