

Company number: 10581067

**THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS**

- of -

STEELEYE LIMITED

(the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006

Passed on: 28 February 2022

The following Resolution 1 was duly passed as an ordinary resolution and Resolution 2 was duly passed as a special resolution on the date above.

ORDINARY RESOLUTION

- 1. THAT**, subject to the passing of Resolution 2 below, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £666.666 in connection with the terms of an instrument constituting £3,000,000 of convertible unsecured loan stock, entered into on or around the date of this Resolution 1 (the "**Convertible Instrument**") provided that this authority shall, unless renewed, varied or revoked by the Company, expire 5 years after the passing of this Resolution 1 save that the Convertible Instrument may require shares to be allotted or Rights to be granted and the directors may allot shares or grant Rights in pursuance of such Convertible Instrument notwithstanding that the authority conferred by this Resolution 1 has expired.

The authority granted by this Resolution 1 shall be granted in addition to prior authorities.

SPECIAL RESOLUTION

- 2. THAT**, in accordance with Article 13.2 of the Company's articles of association (the "**Articles**"), the directors be generally empowered to allot shares in the Company or grant Rights in each case to the extent granted pursuant to the authority granted in Resolution 1 as if the pre-emption rights contained in Article 13 of the Articles did not apply to any such allotment.

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Matt Smith
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**Director, for and on behalf of
SteelEye Limited**

Date: 8 March 2022

