

Sherpr Global Ltd

Registered in England No. 10721068

Companies Acts

Written Record of Members' Written Resolutions

Circulation Date: 25 January 2023

On 14 February 2023, the following RESOLUTIONS IN WRITING (such Resolutions to have effect as Ordinary Resolutions as indicated) were duly passed by the members of the Company entitled to attend and vote at a general meeting of the Company: -

ORDINARY RESOLUTIONS

1. THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are hereby generally and unconditionally authorised to allot up to 415,436 ordinary shares of £0.0001 each in the share capital of the Company; declaring that this authority shall (unless renewed, varied or revoked by the Company) expire, unless sooner revoked or altered by the Company in general meeting, five years after the date hereof, and provided further that the Company may before the expiry of this authority make an offer or agreement which would or might require relevant securities to be allotted after the expiry of this authority and the directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred hereby had not expired.
2. THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are hereby generally authorised allot up to 73,500 Q Shares of £0.0001 each in the share capital of the Company pursuant to any share option scheme (comprising any Enterprise Management Incentive share option agreements established or otherwise entered into by the Company from time to time, subject always to the articles of association of the Company PROVIDED ALWAYS THAT the authorities set out in this resolution 2 shall expire, unless sooner revoked or altered by the Company in general meeting, five years after the date hereof, and provided further that the Company may before expiry of this authority make an offer or agreement which would or might require relevant securities to be allotted after the expiry of this authority and the directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred hereby had not expired. This authority shall supersede any previous written resolution in respect of shares in the Company to be issued pursuant to any share option scheme.

Andrew Watson

DIRECTOR
FOR AND ON BEHALF OF
SHERPR GLOBAL LTD

14 February 2023

Dated

