Company Number: 11020692

## PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

**KEAZE LIMITED (the "Company")** 

**PASSED ON:** 

19 April 2022



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Resolution 1 below was duly passed as an ordinary resolution of the Company and resolution 2 was duly passed as a special resolution of the Company, by way of written resolutions under Chapter 2 of Part 13 of the Companies Act 2006 (the "Act") (together the "Resolutions" and each a "Resolution").

## **Ordinary Resolution**

1. THAT the directors of the Company be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares or grant rights to subscribe for or to convert any security into shares in the Company up to 15,000 ordinary shares of £0.0001 each (being an aggregate nominal amount of £1.50) provided that: (i) these shares shall be allotted out of the agreed aggregate pool allocated to the share option scheme; and (ii) this authority shall unless renewed, varied or revoked by the Company, expire five years from the date of this resolution and that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or rights granted to subscribe for or to convert any security into shares in the Company after such expiry and the directors may allot shares or grant rights to subscribe for or to convert any security into shares in the Company in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in addition to all previous authorities conferred on the directors of the Company in accordance with section 551 of the Companies Act 2006.

## **Special Resolutions**

2. THAT all rights of pre-emption, whether in terms of the articles of association of the Company, Companies Act 2006, any investment or shareholders' agreement that the Company is a party to or otherwise, be and are hereby disapplied and waived in respect of the allotment of shares contemplated in resolution 1 above.

Signed by Owen Charles Thomas

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(Director)