

Company Number: 11034943

**Companies Act 2006**  
**WRITTEN RESOLUTIONS**

**OF**

**PLUMM HEALTH LTD (the "Company")**

**Passed on: 27 February 2022**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the following resolutions were duly passed as written resolutions (together, the "**Resolutions**").

**ORDINARY RESOLUTION**

1. **THAT**, the sole director of the Company is generally and unconditionally authorised, for the purpose of section 551 of the Act and generally, to exercise all and any powers of the Company to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company to any person, at any time and subject to any terms and conditions as the directors think proper, provided that such authority be limited to the issue of up to £500,000 of convertible loan notes ("**Loan Notes**") and the allotment of any shares resulting from the conversion of the Loan Notes and shall:
  - a. expire (unless previously varied as to duration or renewed by ordinary resolution of the Company) five years after the date on which this resolution is passed, except that the Company may, before such expiry, make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry (and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired); and
  - b. apply insofar as it has not expired or been waived or revoked by ordinary resolution of the Company and shall be in substitution for all and any existing authorities to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company that have been granted by ordinary resolution of the Company under section 551 of the Act, to the extent they are unused.

**SPECIAL RESOLUTION**

2. **THAT**, the sole director be generally empowered to allot equity securities (as defined in section 560 of the Act) resulting from the conversion of the Loan Notes pursuant to the authority conferred by resolution 1, as if the pre-emption rights set out in article 11.3 of the articles of association of the Company did not apply to such allotments.

Signed:



Director