

Company Number: 11453121

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

THE SMARTER FOOD COMPANY LIMITED ("Company")

Passed on 29th July 2023

The following resolutions were duly passed as an ordinary resolution and special resolution (as specified) on 29th July 2023 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006 ("**CA 2006**").

ORDINARY RESOLUTION

1. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of:

- a. £16.666 in respect of the proposed allotment and issue of shares on or around the date of these Resolutions;
- b. £100.00 in connection with the Company's ongoing external investment round,

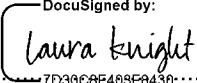
provided that this authority shall, unless renewed, varied or revoked by the Company, expire five years after the passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

The authority granted above is in addition to all existing authorities of the Directors to allot shares.

SPECIAL RESOLUTIONS

2. DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of resolution 1 above, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if the pre-emption rights (whether arising under section 561(1) of the CA 2006, or pursuant to article 4.1 of the Company's articles of association, or otherwise) did not apply to any such allotment.

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Signed. 7D30C8F488F8430:.....

Laura Knight
Director