

Company Number: 11826865



PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
FARM GIRL HOLDINGS LTD
(the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as ordinary resolutions in the case of resolutions numbered 1 and 2 and as special resolutions in the case of resolutions numbered 3 and 4 (the "Resolutions"). The Resolutions are first circulated to the members of the Company at am/pm on 20/12/2022 2022 (the "Circulation Date").

ORDINARY RESOLUTION

1. Sub-division of shares

That each of the ordinary shares of £0.01 in the capital of the Company be sub-divided in 100 ordinary shares of £0.0001 each.

2. Allotment of shares

That the directors be generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 to exercise all powers of the Company to allot, grant options over or otherwise deal with or dispose of the unissued shares in the share capital of the Company provided that this authority:

- (a) shall be limited to 500,000 ordinary shares of £0.0001 each in the capital of the Company; and
- (b) that the authority shall expire on date falling six months after the date on which this resolution was passed unless previously renewed or varied save that the directors may notwithstanding such expiry allot, grant options over or otherwise deal with or dispose of any shares under the authority in pursuance of an offer or agreement so to do made by the Company before the expiry of the authority.

SPECIAL RESOLUTION

3. Disapplication of pre-emption

That the directors of the Company shall have the power to exercise their authority to allot ordinary shares to such persons and on such conditions as they may in their discretion determine as if Section 561(1) of the Companies Act 2006 and the pre-emption rights in the articles of association of the Company did not apply thereto.

4. Adoption of new articles

That the articles of association, a copy of which is attached to this Resolution, be adopted as the articles of association of the Company in substitution for, and to the exclusion of, its existing articles of association.

Agreement

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

Signed by
Rosanna Hood

DocuSigned by:
Rosanna Hood
6FEEF715FEFA471.....

20/12/2022
Date

Signed by
Anthony Hood

DocuSigned by:
Anthony Hood
28CB94247F484BC.....

20/12/2022
Date

Signed by
Michal Holly

DocuSigned by:

2CF250DC130E4FE.....

20/12/2022
Date

NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company using one of the following methods:

- **By Hand:**
Delivering the signed copy to Penelope Garden at 1 London Street, Reading, RG1 4PN.
- **Post:**
Returning the signed copy by post to Penelope Garden at 1 London Street, Reading, RG1 4PN.
- **Email:**
By attaching a scanned copy of the signed document to an email and sending it to penelope.garden@fsp-law.com. Please enter "Written resolution" in the email subject box.
- **Electronic signature:**
By clicking through the link in the e-mail sent to you and following the instructions to complete the signing process within the e-signature platform

You may not return the Resolutions to the Company by any other method. By returning the document as set out above you irrevocably confirm that any director of the Company is authorised at his sole discretion to deliver the document to the Company on your behalf and shall (until the date of delivery of such document to the Company) continue to hold the document as your agent and not as agent for the Company.

2. If you do not agree to the Resolutions, you do not need to do anything, you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, by the end of the period of 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the joint holders appear in the register of members.
6. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.