

Company No. 12823944

**A Private Company Limited by Shares**

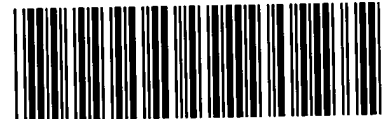
**Written Resolution**

**of**

**Questionardo Limited (the "Company")**

**12 April 2022 (the "Circulation Date")**

THURSDAY



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28/04/2022

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COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), resolution 1 below was passed as an ordinary resolution and resolutions 2 and 3 below were passed as special resolutions on 13 April 2022 (together, the "**Resolutions**").

**Ordinary Resolution**

- 1 That, subject to the passing of Resolution 2 below, and in accordance with section 551 of the Act, the directors be generally and unconditionally authorised to exercise all powers of the Company to allot shares and to grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £57.93 made up as follows:
  - (a) up to £1.08 to be utilised for the purpose of issuing shares to Ahmad Al Khatib and Johnson Ko in connection with the settlement of loans made by them to the Company;
  - (b) up to £31.58 to be utilised for the purpose of issuing shares to Central Worldwide (Hong Kong) Limited in connection with its investment in the Company;
  - (c) up to £10.11 to be utilised for the purpose of issuing shares or granting Rights to employees, directors and/or consultants of the Company pursuant to the Company's share incentive scheme(s) in operation from time to time; and
  - (d) up to £15.16 to be utilised for the purpose of issuing shares or granting Rights to certain key employees of the Company,

provided that this authority shall, unless renewed, varied or revoked by the Company, expire on:

- (i) in the case of the authority provided under Resolutions 1(a) and 1(b) above, 31 May 2022;
- (ii) in the case of the authority provided under Resolution 1(c) above, on the fifth anniversary of the date on which these Resolutions were passed; and
- (iii) in the case of the authority provided under Special Resolution 1(d) above, on the first anniversary of the date on which these Resolutions were passed,

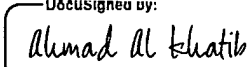
save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the directors may allot

shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

### Special Resolutions

- 2 That the articles of association in the form circulated with these Special Resolutions (the “**New Articles**”) be and are hereby approved and adopted in place of, and to the exclusion of, the existing articles of association of the Company.
- 3 That subject to the passing of Resolutions 1 and 2 above, and in accordance with article 9.2 of the New Articles and for all other purposes, the directors of the Company be generally and unconditionally empowered to allot equity securities (as defined in section 560 of that Act) for cash pursuant to the general authorities conferred on them by resolution 1 as if article 9.2 of the New Articles did not apply to such allotments.

Signed:   
D8D3D7418BD7474...  
Ahmad Al Khatib

For and on behalf of  
**Questionardo Limited**