

Company number 13439001

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

Praxonomy Limited (**Company**)

9 September 2021

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

- Resolution 1 below is passed as an ordinary resolution (**Ordinary Resolution**); and
- Resolution 2 below is passed as a special resolution (**Special Resolution**).

#### **ORDINARY RESOLUTION**

1. THAT the directors be generally and unconditionally authorised, for the purposes of section 551 of the Act and generally, to allot 8,000,000 ordinary shares of £0.01 each in the capital of the Company up to an aggregate nominal amount of £80,000, each having the respective rights and subject to the respective restrictions set out in the articles of association of the Company. Unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary of the date that the resolution is passed 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.

#### **SPECIAL RESOLUTION**

2. THAT, in accordance with section 570 of the Act and subject to the passing of resolution 1 above, the directors of the Company be given the general and unconditional authority to allot the shares set out in resolution 1, up to an aggregate nominal amount of £80,000, as if sections 561 and 562 of the Act did not apply to any such allotment, provided that this authority shall:
  - 2.1 Be limited to the allotment of shares up to an aggregate nominal amount of £80,000; and

- 2.2 Expire on the fifth anniversary of the date that the resolution is passed 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.

## AGREEMENT


Please read the notes at the end of this document before signifying your agreement to the Ordinary Resolution and Special Resolution.

The undersigned, being the members of the Company entitled to vote on the above resolutions on 9<sup>th</sup> September 2021, hereby irrevocably agree to the Ordinary Resolution and Special Resolution:

Executed by Tricor Axcel Limited  
acting by Wan, Pui Lun Joe, a  
director


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WAN PUI LUN JOE  
Director

Executed by Jay Mervin Shaw

 Jay Mervin Shaw  
10 September 2021


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JAY MERVIN SHAW

Executed by Rhea Lacson Briones-  
Shaw

 Rhea Lacson Briones-  
9 September 2021


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RHEA LACSON BRIONES-SHAW

Executed by I.T. International BV  
acting by Jan Coenraad Flach a  
director

 Jan Coenraad Flach  
9 September 2021

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JAN COENRAAD FLACH  
Director

Executed by Philip Wallace Tulk

 Philip Wallace Tulk  
12 September 2021

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PHILIP WALLACE TULK

Executed by Michelle Diane Sparks



Michelle Diane Sparks  
9 September 2021

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MICHELLE DIANE SPARKS

Executed by Andrew Wilson



Andrew Wilson  
14 September 2021

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ANDREW WILSON

Executed by Kwok Wai Winston  
Leong



Kwok Wai Winston Leong  
10 September 2021

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KWOK WAI WINSTON LEONG

Executed by Cheung Katy Yuk Yin



Katy Yuk Yin Cheung  
14 September 2021

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CHEUNG KATY YUK YIN

Executed by Leung Ching On



Ching On Leung  
10 September 2021

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LEUNG CHING ON

Executed by Tang Wing Yin



Wing Yin Tang  
9 September 2021

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TANG WING YIN

Executed by Law Ho Chun



Ho Chun Law  
9 September 2021

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LAW HO CHUN

Executed by Tang Lenny Chiu-kit



Lenny Chiu-kit Tang  
10 September 2021

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TANG LENNY CHIU-KIT

Executed by Lo Hoi Ki



Hoi Ki Lo  
10 September 2021

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LO HOI KI

Executed by Wong Kar Bo Janice



Kar Bo Janice Wong  
10 September 2021

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WONG KAR BO JANICE

Executed by Cheung Oi Kwan



Oi Kwan Cheung  
10 September 2021

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CHEUNG OI KWAN

Executed by Qatalyst (BVI) Limited  
acting by Benjamin Bede Quinlan, a  
director



Benjamin Quinlan  
13 September 2021

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BENJAMIN BEDE QUINLAN  
Director

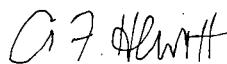
Executed by Frederick Steven  
Maurice Walsh



Frederick Steven Mai  
10 September 2021

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FREDERICK STEVEN MAURICE  
WALSH

Executed by Alan Frank Hewitt



Alan Frank Hewitt  
9 September 2021

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ALAN FRANK HEWITT

## NOTES

1. You can choose to agree to both the Ordinary Resolution and Special Resolution or neither of them but you cannot agree to only some of the resolutions. If you agree to both of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

- **Email:** by attaching a scanned copy of the signed document to an email and sending it to [katy.cheung@praxonomy.com](mailto:katy.cheung@praxonomy.com). Please type "Written resolutions dated 9<sup>th</sup> September 2021" in the email subject box.
- **Signing and saving in the Praxonomy board portal.**

If you do not agree to either of the resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless by 7<sup>th</sup> October 2021, sufficient agreement is received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
4. 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 names of the joint holders appear in the register of members.
5. 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.