

Company No. 13962689

The Companies Act 2006
A Private Company Limited By Shares
Written Resolutions
of
DIZPLAI LTD
(the "Company")

The following resolutions were duly passed on 18 December 2023 by way of written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"):

ORDINARY RESOLUTIONS

1. SUB-DIVISION OF SHARES

THAT, in accordance with section 618 of the Act, the 1 ordinary share of £1.00 in the issued share capital of the Company be sub-divided into 10,000 new ordinary shares of £0.0001 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary share of £1.00 in the capital of the Company, as set out in the Company's articles of association.

2. AUTHORITY TO ALLOT

THAT, subject to the passing of Resolution 1, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot shares in the capital of the Company, or grant rights to subscribe for, or convert any security into, shares in the capital of the Company ("**Rights**"), up to an aggregate nominal amount of £0.4014, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date 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 or Rights granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement.

SPECIAL RESOLUTION

3. DISAPPLICATION OF PRE-EMPTION RIGHTS ON ISSUE OF NEW SHARES

THAT, subject to the passing of Resolution 2, in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 2, as if all and any rights of pre-emption over such equity securities, including section 561(1) of the Act and the articles of association of the Company from time to time, did not apply to any such allotment.

DocuSigned by:

Ed Abis

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Edoardo Abis
Director