

THE COMPANIES ACT 2006

WRITTEN RECORD OF RESOLUTION OF THE MEMBERS OF

CYACOMB LIMITED

REGISTERED NUMBER: SC538756  
(the “Company”)

9<sup>th</sup> February 2024 (“the Circulation Date”)

9<sup>th</sup> February 2024 (“the Approval Date”)

I, the undersigned, being a director of the above Company hereby note that:

- a. the following resolutions, such resolutions to have effect as either ordinary or special resolutions as indicated, were placed before the members of the Company in the form of a written resolution on the Circulation Date;

and

- b. the requisite level of consent required to approve the resolutions was obtained by the Company on the Approval Date and therefore the resolutions were duly passed by members of the Company on that date.

ORDINARY RESOLUTION

- 1 THAT the Directors be and hereby are generally and unconditionally authorised for the purposes of Section 551 of the Act to allot, in addition to any previous authority, relevant shares and grant rights to subscribe for, or to convert any security into shares on the basis that:

- 1.1.1 the maximum amount of the relevant securities to be allotted pursuant to this authority shall be 47,442 Hurdle 3 Shares of £0.0001 each in the capital of the Company having the rights and subject to the restrictions set out in the new articles of association of the Company to be adopted pursuant to resolution 3 below; and

- 1.1.2 this authority shall expire, unless sooner revoked or varied, on the expiry of the period of five years from the date of the passing of this resolution;

but provided that the Directors may after such revocation, variation or expiry allot shares pursuant to an offer or agreement so to do made by the Company prior to such revocation or variation or expiry which the Company, by this authority, is allowed to make or enter into. This authority is in substitution for all subsisting authorities, to the extent unused.

## SPECIAL RESOLUTIONS

- 2      THAT, subject to the passing of resolution 1 above, the directors be and are hereby empowered pursuant to Section 571 of the Act to allot equity securities (within the meaning of Section 560 of the Act) as if Section 561(1) of the Act does not apply to such an allotment, on the basis that this power shall be limited to any allotment made pursuant to the authority conferred on the directors by the Articles.
  
- 3      THAT subject to the passing of resolutions 1 and 2 above, the Company adopt new articles of association in the form of the draft articles of association attached to this written resolution (the “**New Articles**”) in substitution for and to the entire exclusion of the existing articles of association of the Company.



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Director  
Ian Stevenson