

BINARY VISION LIMITED
Company Number: 01956275

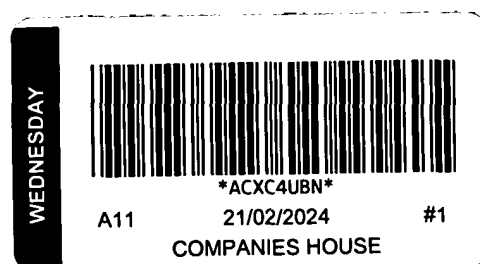
Shareholder Resolution

Resolution passed on 15th Feb 2024



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P12527348/001398/1/2



Company Number: 01956275

Circulation date: 9th Feb 2024

The Companies Act 2006

Company Limited by Shares

Written Resolution of the members of BINARY VISION LIMITED (the "Company")

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "CA 2006"), the following resolution (the "**Resolution**") is proposed by the Directors as a special resolution. The Resolution was first circulated to members of the Company on 9th Feb 2024 (the "**Circulation Date**").

Special resolution

- 1) that, the directors of the Company be generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into Ordinary shares of £0.0001 each in the Company up to a value of £45.3333 comprising a total of 453,333 Ordinary shares to be used exclusively to grant options over.

The authority granted under this resolution shall expire five years after the passing of this resolution; and the Company may, before such expiry of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in addition to all previous authorities to the extent unused.

- 2) That, subject to the passing of the Resolution above, all and any rights of pre-emption arising under the articles of association of the Company, the CA 2006 or otherwise, be and hereby are waived in respect of the allotment and issue of shares and other securities in the capital of the Company as set out in the Resolution above.

Please read the notes set out below before signing or taking any action on these resolutions

Agreement of members

We, being persons entitled to vote on the Resolution on the Circulation Date, irrevocably agree to the Resolution:

DocuSigned by:

Ms. Susan Lowndes..... → Ms Susan Lowndes

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..... → NICHOLAS E ALEXANDER

DocuSigned by:

Paul Jonathan Norris..... → Paul Jonathan Norris

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DocuSigned by:

TOBY J W FOORD-KELCEY..... → TOBY J W FOORD-KELCEY

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DocuSigned by:

WILLIAM CHARLWOOD..... → WILLIAM CHARLWOOD

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Notes

- 1) If you agree with the Resolutions, please sign this document above alongside your name or the name of the person on whose behalf you are authorised to act.
- 2) Unless by the end of the period of 28 days beginning with the Circulation Date sufficient agreement has been received by the Company for the Resolutions to pass, they will lapse.
- 3) 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 or authority to support@vestd.com.