

Company number: 02974642

WRITTEN RESOLUTIONS

OF

JOURNEO PLC (Company)

Passed on 13 January 2023

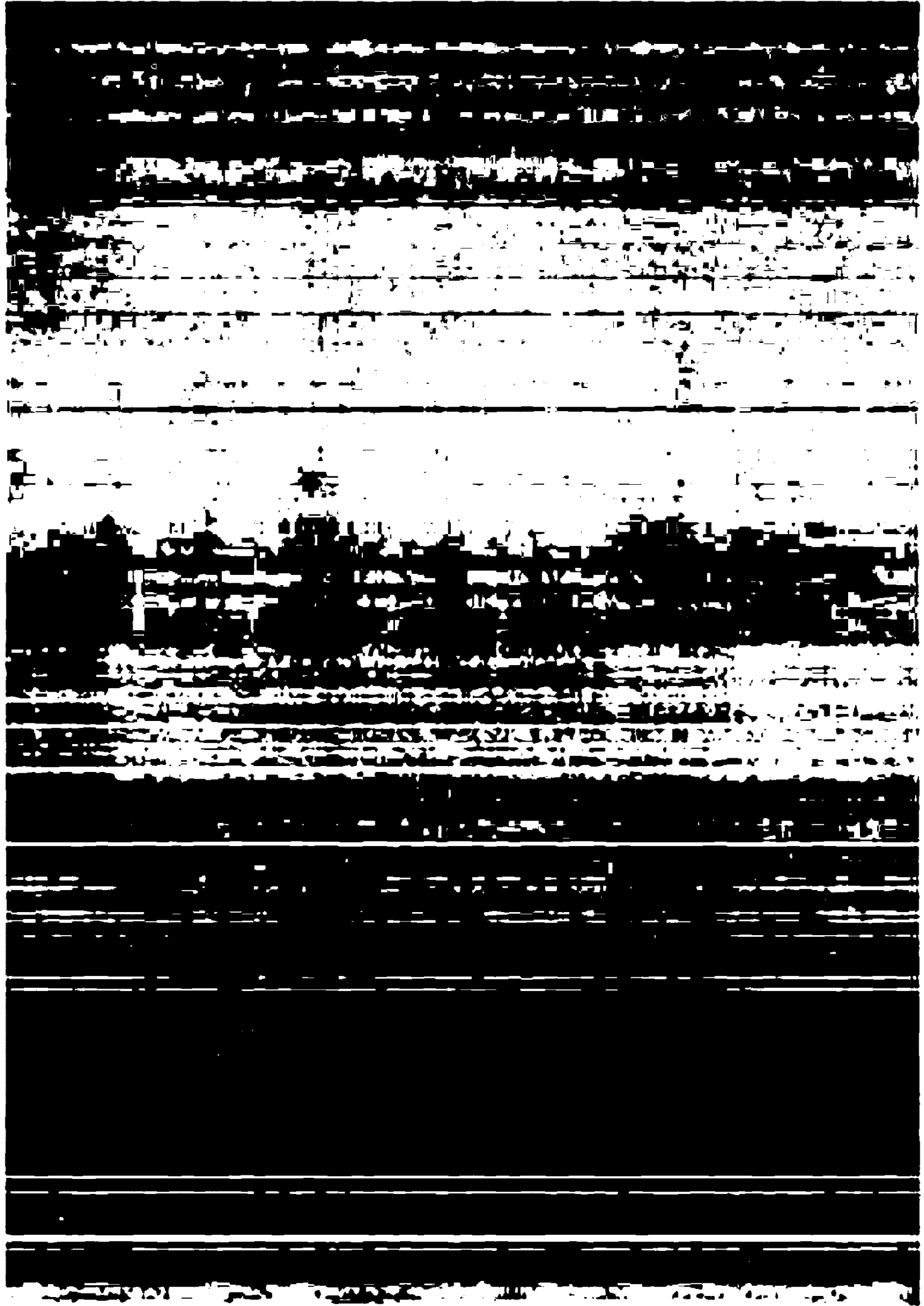
The following resolutions were duly passed on 13 January 2023 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTION

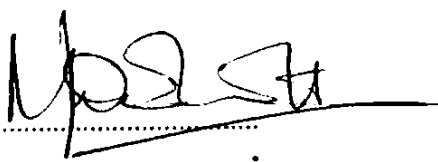
1. **THAT**, conditional on the passing of Resolution 2, the directors of the Company ("Directors") be generally and unconditionally authorised in accordance with section 551 of the 2006 Act, in addition to all existing authorities, to exercise all powers to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company (together "Relevant Securities") up to an aggregate nominal amount of £485,952.29 in connection with a Placing, Retail Offer, Subscription and Acquisition the details of which are set out in the Circular, provided that this authority shall, unless renewed, varied or revoked by the Company in general meeting, expire on the conclusion of the annual general meeting of the Company to be held in 2023 or, if earlier, the date falling 15 months after the passing of this resolution, save that the Directors may at any time before such expiry make an offer or agreement which would or might require Relevant Securities to be allotted after such expiry and the Directors may allot Relevant Securities in pursuance of such offer or agreement notwithstanding that the power conferred by this Resolution has expired.

SPECIAL RESOLUTION

2. **THAT**, conditional upon the passing of Resolution 1, the Directors be generally empowered pursuant to section 570 of the 2006 Act, in addition to all existing authorities, to allot equity securities of the Company (as defined in section 560 of the 2006 Act) for cash as if section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power is limited to the allotment of equity securities up to an aggregate nominal amount of £485,952.29 (pursuant to the general authority conferred on them by Resolution 1 above (as varied from time to time by the Company in general meeting)) and the power hereby conferred shall, unless renewed, varied or revoked by the Company in general meeting, expire on the conclusion of the annual general meeting of the Company to be held in 2023 or, if earlier, the date falling 15 months after the passing of this resolution, save that the Directors may at any time before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement notwithstanding that the power conferred by this Resolution has expired.



Signed.....
Director

A handwritten signature in black ink, appearing to read "M. S. St.", is written over a dotted line. A solid horizontal line is drawn below the dotted line, and a small dot is placed at the end of this solid line.

