## **IMAGE SCAN**

## **INSIGHT WHERE IT MATTERS**

Companies House Crown Way Cardiff CF14 3UZ DX 33050 Cardiff United Kingdom



## **COMPANIES ACT 2006 SPECIAL RESOLUTION**

IMAGE SCAN HOLDINGS PLC 03062983

On 28 February 2023 the following special resolution was agreed and passed by the members

That subject to, and conditional upon, the passing of Resolution 7 above, the Directors be and are generally empowered (in substitution for all subsisting authorities to the extent unused) in accordance with Section 570 of the Act to allot equity securities (within the meaning of Section 560 of the Act) pursuant to the authority conferred upon them by resolution 6 for cash as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities:

- a. in connection with an offer of such securities by way of a Rights Issue; and
- b. otherwise than pursuant to Resolution 7a above, up to an aggregate nominal amount of £136,855,

and (unless previously revoked, varied or renewed) this power shall expire at the conclusion of the next Annual General Meeting of the Company or 15 months after the passing of this Resolution (whichever is earlier) save that the Directors may, before the expiry of such period, make an offer or agreement which would or might require new ordinary shares to be allotted or Rights to be granted after the expiry of such period, and the Directors of the Company may allot new ordinary shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

Sarah Atwell King Company Secretary

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