Company number: 03474829

### **THE COMPANIES ACT 2006**

# PRIVATE COMPANY LIMITED BY SHARES

### WRITTEN RESOLUTIONS

of

#### **VIVOBAREFOOT LIMITED**

(the "Company")

# Passed on 27 October, 2023

The following resolutions were proposed and duly passed by way of written resolution under Chapter 2 of Part 13 Companies Act 2006, in the case of resolution 1 as an ordinary resolution and in the case of resolution 2 as a special resolution:

#### **ORDINARY RESOLUTION:**

- 1) THAT the directors are 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 and to grant rights to subscribe for or to convert any security into shares in the Company on and subject to such terms as the directors may determine up to an aggregate nominal amount of £462,728, provided that:
  - a) (unless previously revoked, varied or renewed by the Company) this authority will expire on the date falling five years from the passing of this Resolution, save that the directors may, before this authority expires, make offers or agreements which would or might require shares in the Company to be allotted, or rights to subscribe for or convert securities into shares to be granted, after its expiry and the directors may allot shares or grant rights to subscribe for or convert securities into shares pursuant to such offers or agreements as if this authority had not expired; and
  - b) this authority is in addition to all authorities previously granted to the Directors for the purposes of section 551 of the Act under the Company's articles of association (the "Articles") or otherwise.

#### **SPECIAL RESOLUTIONS:**

2) **THAT** in accordance with section 569 of the Act, the directors of the Company be generally and unconditionally empowered to allot equity securities (as defined in section 560 of the Act) of the Company as if Article 29.2 and section 561 of the Act did not apply to the allotment.

Signed ......5C9A7091D381440.....

Director