

Company No. 05357433

eEnergy Group plc (the "Company")

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COMPANIES HOUSE

Print of resolutions for the Annual General Meeting of the Company held on Thursday 14 December 2023

Unless otherwise expressly stated, all defined terms referred to below shall have the same meaning as given in the covering letter to the Notice of Annual General Meeting dated 21 November 2023.

At an Annual General Meeting of the Company duly convened and held on Thursday 14 December 2023, the following resolutions were duly passed as ordinary and special resolutions:

Ordinary Resolutions

1. To re-appoint as a director John Robert Foley who retires in accordance with the articles of association and, being eligible, offers himself for re-appointment.
2. That the Directors be generally and unconditionally authorised pursuant to Section 551 of the Companies Act 2006 (the "**2006 Act**") to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £387,224.625, which represents approximately $\frac{1}{3}$ of the issued share capital of the Company as at 21 November 2023, provided that this authority shall, unless previously revoked or varied by the Company in general meeting, expire at the conclusion of the next Annual General Meeting of the Company following the date of the passing of this resolution, but so that the directors may 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 that offer or agreement as if the authority hereby conferred had not expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with Section 551 of the 2006 Act.


Special Resolution

3. That, subject to and conditional upon the passing of Resolution 2, the Directors be and they are hereby generally empowered pursuant to Section 570 of the 2006 Act to allot equity securities (as defined in Section 560 of the 2006 Act) pursuant to the authority conferred by Resolution 2 above as if Section 561(1) of the 2006 Act did not apply to any such allotment, provided that this power shall be limited to:
 - 1) the allotment of equity securities in connection with an offer by way of a rights issue:
 - a) to the holders of ordinary shares in proportion (as nearly as maybe practicable) to their respective holdings; and
 - b) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, but subject to such exclusions or other arrangements as the Board may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

- 2) the allotment (otherwise than pursuant to paragraph 1 above) of equity securities up to an aggregate nominal amount of £116,167.3875, which represents approximately 10% of the issued share capital of the Company as at 21 November 2023.

The power granted by this resolution will unless renewed, varied or revoked by the Company, expire at the conclusion of the next Annual General Meeting of the Company following the date of the passing of this resolution, save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired. This resolution revokes and replaces all unexercised powers previously granted to the Directors to allot equity securities as if section 561(1) of the 2006 Act did not apply, but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such authorities.

Dated: 14 DECEMBER 2023

Signed: 

Chair

Director, for and on behalf of the Company