

Company number: 06862860

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

WOOSHII LIMITED
(the Company)


The following resolution was duly passed as a special resolution of the Company on
16 August 2022 by way of written resolution in accordance with the provisions of
Chapter 2 of Part 13 Companies Act 2006:

ORDINARY RESOLUTION

1. **THAT**, in substitution for all existing and unexercised authorities and powers, the directors of the Company be generally and unconditionally authorised under section 551 Companies Act 2006 (the **Act**) to exercise all or any of the powers of the Company to allot shares in the Company or to grant rights to subscribe for, or to convert any security into, shares in the Company (those shares and rights being together referred to as **Relevant Securities**) up to a total nominal value of:
 - 1.1 £757,561.39 in respect of any such Securities; and
 - 1.2 £750,000 in respect of any conversion of D Converted Shares into Converted Shares in accordance with article 7.8 of the articles of association of the Company,
2. in each case, to those persons at the times and generally on the terms and conditions as the directors may determine (subject always to the articles of association of the Company), provided that this authority shall, unless previously renewed, varied or revoked by the Company in general meeting, on the day before the fifth anniversary of the date on which this resolution is passed save that the directors of the Company may, before the expiry of that period, make an offer or agreement which would or might require Relevant Securities to be allotted after the expiry of that period and the directors of the Company may allot Relevant Securities under that offer or agreement as if the authority conferred by this resolution had not expired.

SPECIAL RESOLUTIONS

3. **THAT**, subject to and conditional on the passing of the resolution numbered 1 in this written resolution and in substitution for all existing and unexercised authorities and powers, the directors of the Company be empowered to allot equity securities (as defined in section 560 Companies Act 2006) under the authority conferred on them by resolution 1 as if the provisions of article 8 of the articles of association of the Company did not apply to that allotment provided that this authority and power shall expire on the day before the fifth anniversary of the date of the passing of this resolution, save that the Company may, before the expiry of that period, make an offer or agreement which would or might require equity securities to be allotted after that expiry and the directors may allot equity securities under that offer or agreement as if the power conferred by this resolution had not expired.
4. **THAT** the articles of association of the Company attached to this resolution be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

DocuSigned by:

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Director

Date: 16 August 2022