

COMPANY NUMBER 07251502
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
ANTAEUS GRAFFITI LIMITED ("Company")

08 December 2023 ("**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**CA 2006**"), the directors of the Company propose that resolution 1 is passed as an ordinary resolution and resolution 2 is passed as a special resolution ("**Resolutions**").

1. ORDINARY RESOLUTION – Authority to Allot

THAT in accordance with section 551 of the CA 2006, the directors of the Company be generally and unconditionally authorised to allot Ordinary B shares in the Company up to an aggregate nominal amount of £2.2654 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors of the Company may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.


2. SPECIAL RESOLUTION - Pre-Emption Waiver

THAT pursuant to article 8.2(b) of the Company's Articles of Association ("**Articles**") the directors of the Company be generally empowered to issue Ordinary B shares in the Company up to an aggregate nominal value of £2.2654 as if the pre-emption rights and process set out in article 8.2 of the Articles did not apply to such allotment.

AGREEMENT

The undersigned, members of the Company entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Signed by **KCF**



Date:

08 December 2023

Signed by **LEE BOFKIN**



Date:

08 December 2023

Signed by **PHILLIP HULME**



Date:

08 December 2023

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company using one of the following methods:

- By Hand: delivering the signed copy to the directors of the Company at its registered office.
- Post: returning the signed copy by pre-paid post to the directors of the Company at its registered office.
- Adobesign.

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by the date falling 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members. If in doubt, please contact the Company or ensure that each joint holder signs and dates this document.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.